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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

**FLORIDA PROFIT CORPORATION OR P.A.
COPROELCA USA CORP.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

2005 MAY 17 A 9:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COPROELCA USA CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

COPROELCA USA CORP.

The principal place of business of this corporation shall be:

9600 NW 38 Street, Miami, Florida 33178

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

1,000 Shares at \$1.00 Par Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

AYOUB BOU ASSAF (P/Trea) 9600 NW 38 Street, Miami, FL 33178

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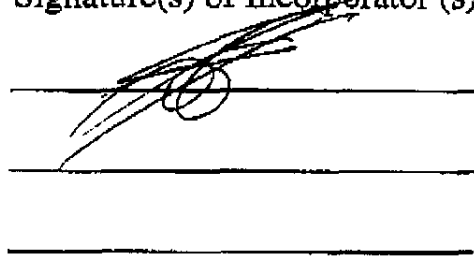
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

AYOUB BOU ASSAF
9600 NW 38 Street
Miami, Fl 33178

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have)
executed these Articles of Incorporation this, 16th day
of May, 2005

Signature(s) of Incorporator (s)

A handwritten signature in dark ink, appearing to be 'AYOUB BOU ASSAF', is written over three horizontal lines. The signature is stylized with a large, sweeping initial 'A'.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

COPROELCA USA CORP.

2. The name and address of the registered agent and office is :

Ayoub Bou Assaf, 9600 NW 38 Street

(P.O. BOX NOT ACCEPTABLE)

Miami, Fl 33178

(CITY/STATE/ZIP)

Signature 

Title

President

Date 5/16/05

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

DATE

05/16/05