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Division of Corporations

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Florida Department of State
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To:

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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

DS2 USA, Inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 13, 2005

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: DS2 USA, INC.
REF: W05000028902

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ARTICLES OF INCORPORATION

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Article I. Name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this Florida corporation is:
DS2 USA, Inc.

Article II. Address

The Corporation's mailing address is:
DS2 USA, Inc.
1114 S. Douglas Road., Suite 6
Coral Gables FL 33134

EFFECTIVE DATE
6-14-05

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Luis Agramunt
1114 S. Douglas Road, Suite 6
Coral Gables FL 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
JORGE BLASCO
OSCAR BRAVO

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Juris Magister - Abogados
Torre Europa, Paseo de la Castellana 95, Planta 15-A
Madrid 28046
+34 661 25-84-94

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Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$10.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 14, 2005.

The undersigned incorporator executed these Articles of Incorporation on June 14, 2005.


CORPORATE CREATIONS INTERNATIONAL INC.

Taide Baez Vice President
by E.S. Davila as attorney-in-fact

Juris Magister - Abogados
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
DS2 USA, Inc.

REGISTERED AGENT/OFFICE:
Luis Agramunt
1114 S. Douglas Road, Suite 6
Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



LUIS AGRAMUNT

by E.S. Davila as attorney-in-fact

Date: 6/15/2005.

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