

**Electronic Articles of Incorporation
For**

P05000102684
FILED
July 22, 2005
Sec. Of State
thampton

BARNET USA CORP

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BARNET USA CORP

Article II

The principal place of business address:

2875 NE 191ST STREET
SUITE 300
AVENTURA, FL. 33180

The mailing address of the corporation is:

2875 NE 191ST STREET
SUITE 300
AVENTURA, FL. 33180

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

LEOPOLD, KORN & LEOPOLD, P.A.
20801 BISCAYNE BOULEVARD
SUITE 501
AVENTURA, FL. 33180

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JENNIFER SNYDER

Article VI

The name and address of the incorporator is:

MARIANO KARNER
2875 NE 191ST STREET
SUITE 300
AVENTURA, FL 33180

Incorporator Signature: MARIANO KARNER