

**Electronic Articles of Incorporation
For**

P05000126190
FILED
September 13, 2005
Sec. Of State
jshivers

BTM 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:

BTM USA, CORP.

Article II

The principal place of business address:

12955 BISCAYNE BLVD
SUITE 202
NORTH MIAMI, FL. 33181

The mailing address of the corporation is:

12955 BISCAYNE BLVD
SUITE 202
NORTH MIAMI, FL. 33181

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:

1000

Article V

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

MARK L POMERANZ
12955 BISCAYNE BLVD
SUITE 202
NORTH MIAMI, FL. 33181

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

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Registered Agent Signature: MARK L. POMERANZ

Article VI

The name and address of the incorporator is:

MARK L. POMERANZ
12955 BISCAYNE BLVD
SUITE 202
NORTH MIAI, FL 33181

Incorporator Signature: MARK L. POMERANZ

Article VII

The effective date for this corporation shall be:

09/08/2005