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

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Danesi USA, Inc.

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ARTICLES OF INCORPORATION

Article I. Name

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

Article II. Address

The Corporation's mailing address is:
Danesi USA, Inc.
2801 Ponce de Leon, Suite 470
Coral Gables FL 33134

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Abril & Associates, P.A.
2801 Ponce de Leon
Suite 470
Coral Gables FL 33134

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Andrea Danesi
Giovanni Danesi

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.

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TALLAHASSEE, FLORIDA

Suzette L. Benitez | FL Bar Member 751081
Abril & Associates, P.A.
2801 Ponce de Leon
Suite 470
Coral Gables FL 33134
305-446-2727 x211

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

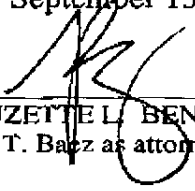
The name and address of the incorporator is:

Suzette L. Benitez
2801 Ponce de Leon
Suite 470
Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on September 15, 2005.

The undersigned incorporator executed these Articles of Incorporation on September 15, 2005.



SUZETTE L. BENITEZ
by T. Bazz as attorney-in-fact

Suzette L. Benitez 1 FL Bar Member 751081
Abril & Associates, P.A.
2801 Ponce de Leon
Suite 470
Coral Gables FL 33134
305-446-2727 x211

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Danesi USA, Inc.

REGISTERED AGENT/OFFICE:

**Abril & Associates, P.A.
2801 Ponce de Leon
Suite 470
Coral Gables FL 33134**

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TALLAHASSEE, FLORIDA**

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.



ABRIL & ASSOCIATES, P.A.

by T. Baez as attorney-in-fact

Date: 9/15/2005.

**Suzette L. Benitez | FL Bar Member 751081
Abril & Associates, P.A.
2801 Ponce de Leon
Suite 470
Coral Gables FL 33134
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