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2005 NOV -4 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton NOV 04 2005

November 2nd 2005

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation and check for \$78.75 for filing fees regarding Red Cetus USA, Inc. The certified copy can be returned to the following address:

Red Cetus USA, Inc.
5053 Pointe Emerald Lane
Boca Raton, FL 33486

Sincerely,

MAURICIO DULON

Mauricio Dulon

FILED

ARTICLES OF INCORPORATION 2005 NOV -4 PM 3:46

FOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RED CETUS USA, INC.

FIRST: The undersigned

Name: Mauricio Dulon
Address: 5053 Pointe Emerald Lane
Boca Raton, FL 33486

Being at least eighteen years of age, does hereby form a corporation under the laws of the State of Florida.

SECOND: The name of the corporation is:

RED CETUS USA, INC.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws and statutes of the State of Florida.

FOURTH: The duration of the corporation is perpetual

FIFTH: The street address of the principal office of the corporation in Florida is:

5053 Pointe Emerald Lane
Boca Raton, FL 33486

Located in the county of PALM BEACH

SIXTH: The name of the registered agent of the corporation in Florida is:

ALLEN AUGER

Whose address is:

5053 Pointe Emerald Lane
Boca Raton, FL 33486

SEVENTH: The corporation has the authority of issued only one class of shares of stock. The corporation has authority to issue 1,000 shares of common stock at \$1.00 par value per share.

EIGHTH: Indemnification of Officers, Directors, Employees, and Agents: The corporation shall indemnify any person who incurs expense or liabilities by reason of the fact he or she is or was an officer, director, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by the laws or statutes of Florida.

NINTH: Limitation of Liability: To the fullest extent permitted by the laws or statutes of Florida, as the same exists or may hereafter be amended, a director or registered agent of the corporation shall not be liable to the corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director or agent of the corporation occurring prior to such repeal, amendment or modification.

IN WITNESS WHEREOF, I have signed these articles and acknowledge the same to be my act on this the

2nd day of November, 2004.

Signed: Mauricio Dulon

Printed: MAURICIO DULON

Having been named as registered agent to accept services of process for the above stated corporation at the places designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

SIGNATURE OF REGISTERED AGENT:

Allen Auger

PRINTED NAME OF REGISTERED AGENT:

Allen Auger