

PO5000154147

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H05000269255 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

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

From:  
Account Name : HOLLAND & KNIGHT OF JACKSONVILLE  
Account Number : 074323003114  
Phone : (904) 353-2000  
Fax Number : (904) 358-1872

**FLORIDA PROFIT CORPORATION OR P.A.**

Nice USA, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing

Public Access Help

FILED  
05 NOV 21 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
NICE USA, INC.

The undersigned, acting as incorporator of Nice USA, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: Nice USA, Inc.

ARTICLE II. ADDRESS

The initial street and mailing address of the Company shall be 7037 Commonwealth Avenue, #3, Jacksonville, Florida 32220.

ARTICLE III. DURATION OF EXISTENCE

The Company will exist perpetually.

ARTICLE IV. GENERAL PURPOSES

The general purposes for which the Company has been organized are to engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

ARTICLE V. CAPITAL STOCK

The total number of shares of all classes of stock which the Company shall have authority to issue is 100 shares of common stock having a par value of \$0.01 per share (the "Common Stock").

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, as the street address of the initial registered office of the Company and names Intrastate Registered Agent Corporation the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation has three (3) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but will never be less than one (1). The method of election or appointment of the directors shall be as provided in the bylaws. The names of the initial directors are:

Prepared by Pamela J. Simmons  
Florida Bar No. 0389269  
Holland & Knight LLP  
50 N. Laura St., Suite 3900  
Jacksonville, FL 32202  
904.353-2000

FILED  
05 NOV 21 AM 9:44  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

NOV-21-05 MON 10:38 AM

FAX NO.

P. 03

H05000269255 3

Lauro Buoro (Chairman)  
Davide Gentilini  
Frederic Krantz

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator are:

Name

Address

William Grebel

6614 Baycrest Circle  
Sachse, Texas 75048

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on November 21, 2005.



William Grebel  
Incorporator

NOV-21-05 MON 10:38 AM

FAX NO.

P. 04

H05000269255 3

ACCEPTANCE OF REGISTERED AGENT

I agree to act as registered agent for the corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and acknowledge that I am familiar with, and accept, the obligations of such position.

Intrastate Registered Agent Corporation

Dated: November 21, 2005

By: James L. Main  
James L. Main, Vice President

# 3360240\_v2

FILED  
05 NOV 21 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA