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Florida Department of State
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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FLORIDA PROFIT/NON PROFIT CORPORATION

TMS AMERICAS

Certificate of Status	0
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TALLAHASSEE, FLORIDA



October 16, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

FAS-T CORP

SUBJECT: TMS AMERICAS
REF: W06000045209

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Tim Burch
Document Specialist
New Filing Section

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TMS AMERICAS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE 1 NAME

The name of the corporation shall be:

TMS AMERICAS, INC.

The principal place of business of this corporation shall be:

**3876 SW 112 AVENUE
SUITE 328
MIAMI, FL 33165**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 shares \$1.00

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

Initial Officers/Directors:

ALAIN SMETS
3876 SW 112 AVENUE
SUITE 328
MIAMI, FL 33165

WALTER BROSE
3876 SW 112 AVENUE
SUITE 328
MIAMI, FL 33165

ARTICLE VI INCORPORATOR(S)

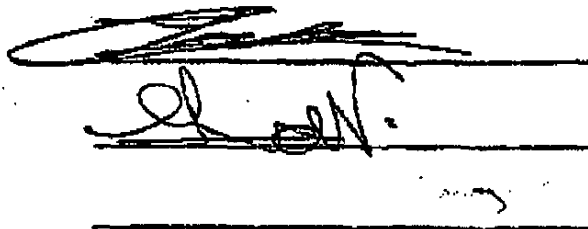
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is (are):

**ALAIN SMETS
3876 SW 112 AVENUE
SUITE 328
MIAMI, FL 33165**

**WALTER BROSE
3876 SW 112 AVENUE
SUITE 328
MIAMI, FL 33165**

IN WITNESS WHEREOF the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 21ST day of **SEPTEMBER, 2006**

Signature(s) of Incorporator(s)



The block contains two handwritten signatures. The first signature is a stylized, cursive script, likely belonging to Alain Smets. The second signature is also cursive but more legible, likely belonging to Walter Brose. Both signatures are written over horizontal lines.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation:

TMS AMERICAS, INC.

2. The name and address of the registered agent and office is:

CLAY PARKER
(P.O. BOX IS NOT ACCEPTABLE)

3876 SW 112 AVENUE
SUITE 328
MIAMI, FL 33165
(CITY / STATE / ZIP)

SIGNATURE 

TITLE: **DIRECTOR**

DATE 10/11/06

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION,
AT THE PLACE DESIGNATED IN THIS CERTIFICATE: I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES AND I
ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION
607.325, FLORIDA STATUTES.

SIGNATURE 

DATE 12/11/00