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

From: *Angelica M. Chiron*
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
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FLORIDA PROFIT/NON PROFIT CORPORATION

INEO USA CORP.

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FAX AUDIT # H06000260897

**ARTICLES OF INCORPORATION OF
INEO USA CORP.**
in compliance with Chapter 607, Florida Statutes

ARTICLE I - NAME OF CORPORATION:

The name of the corporation shall be: Inco USA Corp.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS:

The principal place of business and mailing address of the corporation is: 2315 N.W. 107 Avenue, Warehouse 1A 16, Box 133, Doral, FL 33172.

ARTICLE III - CAPITAL STOCK:

The number of shares of common stock that the Corporation is authorized to issue is One Thousand (1,000) at a \$.01 par value each share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV - INITIAL DIRECTORS AND OFFICERS

The names, addresses and titles of the initial directors and officers are:

Douglas Damiani
2315 N.W. 107 Avenue
Warehouse 1A 16, Box 133
Doral, FL 33172
Director and President

Julio Negri
315 N.W. 107 Avenue
Warehouse 1A 16, Box 133
Doral, FL 33172
Director, Secretary and Treasurer

ARTICLE V - REGISTERED AGENT:

The name and street address of the registered agent are: American Information Services, Inc., One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.

ARTICLE VI - INCORPORATOR:

The name and street address of the incorporator are: Paulo Miranda, One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.

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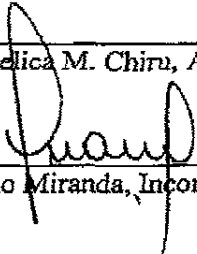
ARTICLE VII - INDEMNIFICATION:

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

Dated and signed this 25th day of October, 2006.

AMERICAN INFORMATION SERVICES, INC. hereby accepts the appointment as Registered Agent and agrees to act in this capacity.

By: _____
Angelica M. Chiru, Assistant Secretary



Paulo Miranda, Incorporator

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