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Division of Corporations  
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Account Number : 076624003440

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DOMESTICATION

MATANNA, CORP.

Certificate of Status	1
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Page Count	06
Estimated Charge	\$128.75

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## Fax Call Report

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64	3/29/2007	1:26:32PM	Send	18502050381	6:19	7	OK

Division of Corporations

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Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.  
Account Number : 07662400340  
Phone : (305)444-6326  
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### DOMESTICATION

MATANNA, CORP.

Certificate of Status	1
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**ARAZOZA & FERNANDEZ-FRAGA, P.A.**  
**ATTORNEYS AT LAW**

CARLOS F. ARAZOZA  
ADELAIDA FERNANDEZ-FRAGA  
BARBARA GARCIA

2100 SALZEDO STREET, SUITE 300  
CORAL GABLES, FLORIDA 33134  
PHONE (305) 444-6226  
FAX (305) 442-4829

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March 4, 2007

Mrs. Diane Cushing  
Document Specialist Supervisor  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

**Re: MATANNA, CORP**  
**Fax Audit # H07000082695**  
**Letter Number: 007A00022558**

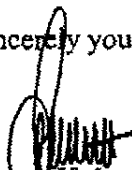
Dear Diane, good morning, hope all is well. We are in receipt of the captioned letter (attached hereto for your convenience and ease of reference).

Please note that this office represents Mr. Renato Salani and his wife, Mrs Alma Salani. Mr and Mrs Salani are the Managers of Matanna, LLC., a Florida limited liability company filed with the FL Department of State 01/03/2007. Our clients are also the Officers and Directors for Matanna, Corp., the entity being domesticated. The Registered Agent and Registered Address for both entities is the same: Mr Renato Salani of 15572 SW 54 Terrace, Miami, FL 33185. The foregoing address is also the principal address and the mailing address for both entities.

Based on the information provided, we would like to know if your office would allow the filing of the captioned document without having to amend the name of the entity being domesticated.

We remain at your disposal for any questions that your office might have and look forward to hearing from you.

Sincerely yours,

  
**Laura Kohn**

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### CERTIFICATE OF DOMESTICATION

The undersigned, RENATO SALANI, SOLE DIRECTOR,  
(Name) (Title)

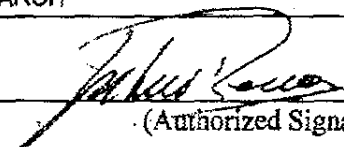
of MATANNA LTD., a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was FEBRUARY 2nd, 2000.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was COMMONWEALTH OF THE BAHAMAS.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was MATANNA LTD.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is MATANNA LTD.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was COMMONWEALTH OF THE BAHAMAS.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am the Sole Director, of MATANNA LTD.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16<sup>th</sup> day of MARCH, 2007

  
(Authorized Signature)

<b>Filing Fee:</b>	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
<b>Total to domesticate and file</b>	<b>\$128.75</b>

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**COMMONWEALTH OF THE BAHAMAS**  
**THE INTERNATIONAL BUSINESS COMPANIES ACT 2000**  
(No. 45 of 2000)

IBC 08

**CERTIFICATE OF GOOD STANDING**

(Section 189)

No. 103587 B MATANNA LTD.

I, JACINDA P. BUTLER, Deputy Registrar General of The Bahamas, DO HEREBY CERTIFY:

1. The above Company was duly incorporated under the provision of the International Business Companies Act 2000, (No. 45 of 2000) on the 2nd day of February 2000 as a Company No. 103587 of the Register of International Business Companies.
2. The name of the Company is still on the Register of the International Business Companies and the Company has paid all fees, licence fees and penalties due and payable under the provisions of Sections 175 and 194 of the said Act.
3. The Company has not submitted to me Articles of Merger or Consolidation that have not yet been effective.
4. The Company has not submitted to me Articles of Arrangement that has not yet become effective.
5. The Company is not in the process of being wound up and dissolved.
6. No proceedings have been instituted to strike the name of the Company off the said Register.
7. In so far as is evidenced by the documents filed with me the Company is in good legal standing.

Given under my hand and seal at Nassau in the Commonwealth of The Bahamas this 22nd day of March, 2007

Deputy Registrar General

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CERTIFICATE OF INCORPORATION

OF

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MATANNA CORP.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is: MATANNA CORP.

ARTICLE II

GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 (One Thousand) shares of common stock, \$1 (One Dollar) par value per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Carlos F. Arazoza  
2100 Salzedo Street Suite 300  
Phone: (305) 444-6226  
Coral Gables, Florida 33134  
Florida Bar No.0698806

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ARTICLE VI  
ADDRESS

The principal office and mailing address of this Corporation in the State of Florida is 15572 SW 54 TERRACE, MIAMI, FL 33185. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII  
DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by Bylaws adopted by the Stockholders, but shall never be less than one. The name and address of the initial director which shall serve until his replacements assume his position is:

<u>Name</u>	<u>Address</u>
RENATO SALANI	15572 SW 54 TERRACE MIAMI, FL 33185
ALMA SALANI	15572 SW 54 TERRACE MIAMI, FL 33185

ARTICLE VIII  
INITIAL OFFICERS

The names offices and addresses of the initial officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	RENATO SALANI	15572 SW 54 TERRACE MIAMI, FL 33185
Secretary	ALMA SALANI	15572 SW 54 TERRACE MIAMI, FL 33185

ARTICLE IX  
INCORPORATOR

The name and mailing address of the incorporator of these articles of incorporation is RENATO SALANI, located at 15572 SW 54 TERRACE, MIAMI, FL 33185.

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to the provisions of Section 607.0501, 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 is:

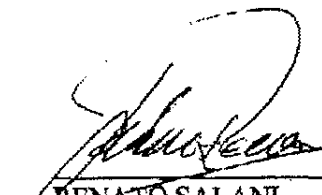
MATANNA CORP

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

15572 SW 54 TERRACE  
MIAMI, FL 33185.

  
\_\_\_\_\_  
RENATO SALANI  
Incorporator  
March 16, 2007

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
RENATO SALANI  
March 16, 2007

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TALLAHASSEE, FLORIDA

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