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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**INDUSTRIAL WORLDWIDE ASSETS CORP.**

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**ARTICLES OF INCORPORATION  
OF  
INDUSTRIAL WORLDWIDE ASSETS CORP.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

**INDUSTRIAL WORLDWIDE ASSETS CORP.**

**ARTICLE II - EFFECTIVE DATE AND DURATION**

The corporation's effective date is the date of filing. The corporation shall have perpetual existence commencing on the date of filing.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and mailing address:

1000 Brickell Avenue, Suite 1005  
Miami, Florida 33131

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue one thousand (1,000) shares of common stock, each at One Dollar and No/100 (\$1.00) par value.

**ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS**

This instrument prepared by:  
George S. Zamora, Esquire  
3191 Coral Way, Suite 404  
Miami, Florida 33145  
FON: 371605

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The name and address of the initial registered agent is:

Freddy J. Farfan  
1000 Brickell Avenue, Suite 1005  
Miami, Florida 33131

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) directors initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Name:

Address:

Eduardo Parilli

1000 Brickell Avenue, Suite 1005  
Miami, Florida 33131

**ARTICLE VII - OFFICERS**

The initial corporate officers shall be:

Name:

Address:

Eduardo Parilli - President

1000 Brickell Avenue, Suite 1005  
Miami, Florida 33131

**ARTICLE VIII - INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Eduardo Parilli  
1000 Brickell Avenue, Suite 1005

This instrument prepared by:  
George S. Zamora, Esquire  
3191 Coral Way, Suite 404  
Miami, Florida 33148  
FBN: 871605

Miami, Florida 33131

**ARTICLE IX - BY-LAWS**

The by-laws of this corporation may be adopted, altered, amended or repealed by either of the stockholders or the Board of Directors.

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officer or director to the full extent permitted by law.

**ARTICLE XI - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

The undersigned has executed these Articles of Incorporation this 6<sup>th</sup> day of February, 2008.

  
Eduardo Parilli

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, Freddy J. Farfan, whose address is 1000 Brickell Avenue, Suite 1005, Miami, Florida 33131 hereby accepts the designation as registered agent for Industrial Worldwide Assets Corp., a Florida corporation.

This instrument prepared by:  
George S. Zamora, Esquire  
3191 Coral Way, Suite 404  
Miami, Florida 33145  
FBN: 871605

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Freddy J. Farfan

This instrument prepared by:  
George S. Zamora, Esquire  
3191 Coral Way, Suite 404  
Miami, Florida 33145  
FBN: 871685

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