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FLORIDA PROFIT/NON PROFIT CORPORATION

USBB ACQUISITION CORP.

Certificate of Status	1
Certified Copy	1
Page Count	03
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Electronic Filing Menu

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**ARTICLES OF INCORPORATION  
OF  
USBB ACQUISITION CORP.**

**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is USBB Acquisition Corp. Its principal office address and business mailing address is 8355 NW 12<sup>th</sup> Street, Miami, Florida 33126.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - BOARD OF DIRECTORS**

The Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The name and address of the director constituting the Board of Directors is:

<u>Name</u>	<u>Address</u>
Enrique Sotolongo	21 Rue Dijon Kenner, LA 70065

**ARTICLE VI- INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 4221 W. Boy Scout Boulevard, 10<sup>th</sup> Floor, Tampa, Florida 33607-5736, and the initial registered agent of this corporation at such office shall be CFRA, LLC, a Florida limited liability company, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE VII- INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

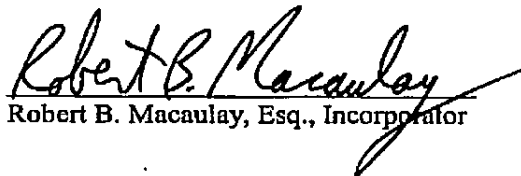
**Name**

Robert B. Macaulay, Esq.

**Address**

100 SE Second Street  
Suite 4000  
Miami, Florida 33131

Dated: February 27, 2008

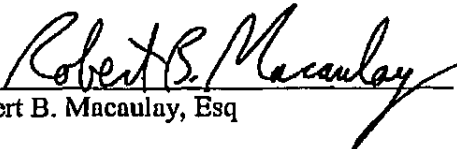
  
Robert B. Macaulay, Esq., Incorporator

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Incorporation of USBB Acquisition Corp., as the Registered Agent of this company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Incorporation, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position as Registered Agent.

CFRA, LLC, a Florida Limited Liability Company

By:

  
Robert B. Macaulay, Esq

Dated: February 27, 2008

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