

**Electronic Articles of Incorporation  
For**

P08000046178  
FILED  
May 07, 2008  
Sec. Of State  
dcushing

ZI HOLDING, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

ZI HOLDING, INC.

**Article II**

The principal place of business address:

2700 BISCAYNE BOULEVARD  
MIAMI, FL. US 33137

The mailing address of the corporation is:

2700 BISCAYNE BOULEVARD  
MIAMI, FL. US 33137

**Article III**

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The number of shares the corporation is authorized to issue is:

100

**Article V**

The name and Florida street address of the registered agent is:

WILLIAM S ISENBERG ESQ.  
2005 SOUTH FEDERAL HIGHWAY  
100  
FORT LAUDERDALE, FL. 33316

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: WILLIAM S. ISENBERG

### **Article VI**

The name and address of the incorporator is:

WILLIAM S. ISENBERG  
2005 SOUTH FEDERAL HIGHWAY  
100  
FORT LAUDERDALE, FL 33316

Incorporator Signature: WILLIAM S. ISENBERG

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D  
ANDREA DI GIUSEPPE  
2700 BISCAYNE BOULEVARD  
MIAMI, FL. 33137 US

Title: D  
RUGGIERO MENEGHETTI  
2700 BISCAYNE BOULEVARD  
MIAMI, FL. 33137 US

### **Article VIII**

The effective date for this corporation shall be:

05/07/2008