

DIVISION

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Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

FLORIDA PROFIT/NON PROFIT CORPORATION

HELARCOUS, INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 02      |
| Estimated Charge      | \$70.00 |

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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

**ARTICLE I NAME**

The name of the corporation shall be:

HelarcoUS, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

215 E. 42nd Street, 18th Floor, New York, New York 10017

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

To engage in any lawful act or activity for which a corporation may be organized pursuant to the Florida Business Corporation Act.

**ARTICLE IV SHARES**

The number of shares of stock is:

10,000 shares of common stock, par value \$1.00 per share.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s), address(es) and specific title(s):

Casper B. Schjorring, c/o DIBD, 215 E. 42nd St., 18th floor, New York, NY 10017, Director and President

Daniel L. Bernstein, 260 Madison Avenue, 17th floor, New York, NY 10016, Secretary

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Daniel L. Bernstein, 260 Madison Avenue, 17th floor, New York, NY 10016

\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

By: Joyce L. Markley Joyce L. Markley  
Signature/Registered Agent as its agent  
Daniel L. Bernstein  
Signature/Incorporator

Date  
7/6/08  
Date

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