

**Electronic Articles of Incorporation
For**

P08000067500
FILED
July 16, 2008
Sec. Of State
bmcknight

GRIFON USA, 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:

GRIFON USA, INC

Article II

The principal place of business address:

1410 PATRICK ST.
KISSIMMEE, FL. US 34741

The mailing address of the corporation is:

1410 PATRICK ST.
KISSIMMEE, FL. US 34741

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:

1,000

Article V

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

TST CONSULTING, INC
1410 PATRICK ST.
KISSIMMEE, FL. 34741

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

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Registered Agent Signature: TATIANA S. TURCHINOVA

Article VI

The name and address of the incorporator is:

SERGEY A. SUDAREV
10-A M. ZHUKOVA ST.
APT.# 110
TULA, RU, 300036

Incorporator Signature: SERGEY A. SUDAREV

Article VII

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

Title: P
SERGEY A SUDAREV
10-A M. ZHUKOVA ST. APT# 110
TULA, RU. 300036 RU

Article VIII

The effective date for this corporation shall be:

07/15/2008