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EXECUTIVE CORPORATE FILING

305 670 2055

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Division of Corporations

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DIVISION OF CORPORATION

FLORIDA PROFIT/NON PROFIT CORPORATION

ALPHACELL USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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TALLAHASSEE, FLORIDA

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MRS. 10/30

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**ARTICLES OF INCORPORATION**  
**OF**  
**ALPHACELL USA, INC.**

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TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME AND ADDRESS**

The name of the corporation shall be:

**ALPHACELL USA, INC.**

The principal place of business/ mailing address shall be:

**8409 NW 68<sup>TH</sup> ST  
MIAMI, FL 33166**

**ARTICLE II- DURATION**

This corporation shall exist perpetually unless dissolved according to Florida Law.

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV - SHARES**

The corporation is authorized to issue ONE HUNDRED shares (100), which shall be designated as "COMMON SHARES".

**ARTICLE V - INITIAL OFFICERS AND/OR BOARD OF DIRECTORS**

This corporation shall have two(2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The name and the address of the initial directors of the corporation are as follow:

((H08000245867))

**LUIGI IVAN ARIAS - PRESIDENT**  
8409 NW 68<sup>TH</sup> ST  
MIAMI, FL 33166

**XAVIER E SEVILLA - VICEPRESIDENT**  
8409 NW 68<sup>TH</sup> ST  
MIAMI, FL 33166

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

The name and Florida Street address of the Initial Registered Agent of this corporation is:

**XAVIER E SEVILLA**  
8409 NW 68<sup>TH</sup> ST  
MIAMI, FL 33166

**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator of this corporation is:

**XAVIER E SEVILLA**  
8409 NW 68<sup>TH</sup> ST  
MIAMI, FL 33166

IN WHITNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 28<sup>th</sup> October, 2008.

  
\_\_\_\_\_  
**XAVIER E SEVILLA**  
Incorporator

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**CERTIFICATE OF REGISTERED AGENT**  
**OF**  
**ALPHACELL USA, INC.**

Pursuant to Florida Statutes Section 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

8409 NW 88<sup>TH</sup> ST  
MIAMI, FL 33168

has name

**XAVIER E SEVILLA**

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

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**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
\_\_\_\_\_  
**XAVIER E SEVILLA**  
Registered Agent