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P09000001451

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Troy #2940

FLORIDA PROFIT/NON PROFIT CORPORATION

PALLADIO INTERNATIONAL SALES CORP.

Certificate of Status	0
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Page Count	0 5
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T. Burch JAN 8 2009



January 7, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: PALLADIO INTERNATIONAL SALES CORP.
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7. Name and Mailing Address of Incorporator. The name and mailing address of the incorporator are:

Ian Shane, Esq.
Golenbock Eiseman Assor Bell & Peskoe LLP
437 Madison Avenue, 40th Floor
New York, New York 10022

8. Election of Directors. Unless and except to the extent that the By-laws of the Corporation (the "By-laws") shall so require, the election of directors of the Corporation need not be by written ballot.

9. Limitation of Liability. To the fullest extent permitted under the Florida Statutes, as amended from time to time, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any amendment, repeal or modification of the foregoing provision shall not adversely affect any right or protection of a director of the Corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, repeal or modification.

10. Adoption, Amendment and/or Repeal of By-laws. In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board is expressly authorized to make, alter and repeal the By-laws, subject to the power of the stockholders of the Corporation to alter or repeal any By-law whether adopted by them or otherwise.

11. Certificate Amendments. The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted, in the manner now or hereafter

