

**Electronic Articles of Incorporation
For**

P09000005735
FILED
January 20, 2009
Sec. Of State
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ICE-WATCH 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:
ICE-WATCH USA INC.

Article II

The principal place of business address:
12300 EQUINE LANE
WELLINGTON, FL. 33414

The mailing address of the corporation is:
12300 EQUINE LANE
WELLINGTON, FL. 33414

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:
2000 SHARES ISSUED @ .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:
MARK HACKNEY
12300 EQUINE LANE
WELLINGTON, FL. 33414

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

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Registered Agent Signature: MARK HACKNEY

Article VI

The name and address of the incorporator is:

KERRY WALSH
173 N. MAIN STREET, SUITE 400
SAYVILLE, NY 11782

Incorporator Signature: KERRY WALSH

Article VII

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

Title: D/P
MARK HACKNEY
12300 EQUINE LANE
WELLINGTON, FL. 33414

Title: D/VP
MICHAEL ARMSTRONG
12300 EQUINE LANE
WELLINGTON, FL. 33414