

P09000041287

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number
(shown below) on the top and bottom of all pages of the document.

(((H09000117457 3)))



H090001174573ABC1

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To:

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

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

FLORIDA PROFIT/NON PROFIT CORPORATION

Ziemann USA, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

EP 5/11/09

RECEIVED
DEPARTMENT OF STATE
09 MAY -8 PM 1:39

Electronic Filing Menu

Corporate Filing Menu

Help

H09000117457

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Ziemann USA, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
Ziemann USA, Inc.
1001 Brickell Bay Dr., Suite 1806
Miami FL 33131

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Ellen von Geyso, Esq.
200 Crandon Blvd., Suite 360
Key Biscayne FL 33149

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Joachim Gunkel
Marc Clauss
Klaus Gehrig
Andreas Weinlein

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Ellen von Geyso, Esq. | FL Bar Member
Ellen von Geyso PA
200 Crandon Blvd., Suite 360
Key Biscayne FL 33149
305-365-0325

H09000117457

05/08/2009 11:40
PAGE 02/04
MAY -8 PM 1:55
TALLAHASSEE, FLORIDA

H09000117457

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Ellen von Geyso PA
200 Crandon Blvd., Suite 360
Key Biscayne FL 33149

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 8, 2009.

The undersigned incorporator executed these Articles of Incorporation on May 8, 2009.



ELLEN VON GEYSO PA

by S. Simons as attorney-in-fact

Ellen von Geyso, Esq. | FL Bar Member
Ellen von Geyso PA
200 Crandon Blvd., Suite 360
Key Biscayne FL 33149
305-365-0325

H09000117457

H09000117457

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Ziemann USA, Inc.

REGISTERED AGENT/OFFICE:

**Ellen von Geyso, Esq.
200 Crandon Blvd., Suite 360
Key Biscayne FL 33149**

FILED
09 MAY -8 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ELLEN VON GEYSO, ESQ.

by S. Simons as attorney-in-fact

Date: 5/8/2009.

Ellen von Geyso, Esq. | FL Bar Member
Ellen von Geyso PA
200 Crandon Blvd., Suite 360
Key Biscayne FL 33149
305-365-0325

H09000117457