

**Electronic Articles of Incorporation
For**

P10000102889
FILED
December 23, 2010
Sec. Of State
vingram

MHP USA CORP

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:

MHP USA CORP

Article II

The principal place of business address:

100 N BISCAYNE BOULEVARD
SUITE 500
MIAMI, FL. US 33132

The mailing address of the corporation is:

100 N BISCAYNE BOULEVARD
SUITE 500
MIAMI, FL. US 33132

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:

100

Article V

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

JADE ASSOCIATES MIAMI INC
100 N BISCAYNE BOULEVARD
SUITE 500
MIAMI, FL. 33132

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

P10000102889
FILED
December 23, 2010
Sec. Of State
vingram

Registered Agent Signature: OLIVIER SUREAU

Article VI

The name and address of the incorporator is:

JACQUES DELFOSSE
100 N BISCAYNE BOULEVARD
SUITE 500
MIAMI, FL 33132

Incorporator Signature: JACQUES DELFOSSE

Article VII

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

Title: P
JACQUES DELFOSSE
100 N BISCAYNE BOULEVARD SUITE 500
MIAMI, FL. 33132 US