

**Electronic Articles of Incorporation
For**

P11000074747
FILED
August 22, 2011
Sec. Of State
tburch

HPM 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:

HPM USA INC.

Article II

The principal place of business address:

80 S.W. 8TH STREET
SUITE 2000
MIAMI, FL. US 33130

The mailing address of the corporation is:

80 S.W. 8TH STREET
SUITE 2000
MIAMI, FL. US 33130

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS, A SUBSIDIARY OF HPM
☐ ☐ EMPREENDIMENTOS IMOBILIARIOS LTDA.

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:

PREMIER RISING, INC.
800 NE 195TH ST.
SUITE 211
MIAMI, FL. 33179

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

Registered Agent Signature: DIANA PINTO

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Article VI

The name and address of the incorporator is:

JOAO CARLOS MORAES
80 S.W. 80TH ST.
SUITE 2000
MIAMI BEACH, FL 33130

Electronic Signature of Incorporator: JOAO CARLOS MORAES

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
HPM EMPREENDIMENTOS IMOBILIARIOS LTDA
RUA ASSARAI, 80
SAO PAULO, SP. 05608-040 BR

Title: VP,S
JOAO CARLOS R MORAES
80 S.W. 80TH ST. SUITE 2000
MIAMI, FL. 33130 US

Article VIII

The effective date for this corporation shall be:

08/22/2011