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**FLORIDA PROFIT/NON PROFIT CORPORATION
GOUCE INTERNATIONAL CORPORATION**

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**ARTICLES OF INCORPORATION
OF
GOUCE INTERNATIONAL CORPORATION**

ARTICLE I - NAME

The name of the Corporation is GOUCE INTERNATIONAL CORPORATION (hereinafter called the "Corporation").

ARTICLE II - MAILING ADDRESS

The current principal place of business and mailing address of the Corporation is 2665 South Bayshore Drive, Suite 703, Miami, Florida 33133.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, \$1.00 par value per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The name and street address of the initial registered office of the Corporation is:

Corporation Company of Miami
201 South Biscayne Boulevard, Suite 1500 (DXF)
Miami, Florida 33131

ARTICLE V - INCORPORATOR

The name of the incorporator of the Corporation is Daniela Fonseca, and the address of the incorporator is 201 South Biscayne Boulevard, Suite 1500 (DXF), Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Gustavo Treptow	2665 South Bayshore Drive Suite 703 Miami, Florida 33133

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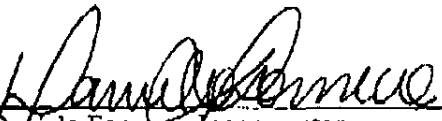
ARTICLE VII - AMENDMENT

These Articles of Incorporation may be altered, amended or repealed by the shareholders of the Corporation in accordance with the applicable provisions of Florida law.

ARTICLE VIII - EFFECTIVE DATE

The Effective Date of these Articles of Incorporation shall be November 17, 2011.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 18th day of November, 2011.

By: 
Daniela Fonseca, Incorporator

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**ACCEPTANCE BY REGISTERED AGENT
OF
GOUCE INTERNATIONAL CORPORATION**

The undersigned, whose business address is 201 South Biscayne Boulevard, Suite 1500, Miami, Florida 33131, hereby accepts appointment as the initial registered agent of GOUCE INTERNATIONAL CORPORATION, a Florida corporation, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

CORPORATION COMPANY OF MIAMI

By: 

Cavell J. Anderson, Assistant Secretary

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