

**Electronic Articles of Incorporation
For**

P12000007586
FILED
January 23, 2012
Sec. Of State
vherring

TERRAMATTER 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:
TERRAMATTER USA INC.

Article II

The principal place of business address:
20801 S. BISCAYNE BLVD
SUITE 403
AVENTURA, FL. 33180

The mailing address of the corporation is:
20801 S. BISCAYNE BLVD
SUITE 403
AVENTURA, FL. 33180

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:
1000

Article V

The name and Florida street address of the registered agent is:
PREMIER RISING, INC.
800 NE 195 STREET
SUITE 211
MIAMI, FL. 33179

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

Registered Agent Signature: DIANA PINTO

P12000007586
FILED
January 23, 2012
Sec. Of State
vherring

Article VI

The name and address of the incorporator is:

SAMI ABRAO MOUALLA
20801 S. BISCAYNE BLVD
SUITE 403
AVENTURA, FL 33180

Electronic Signature of Incorporator: SAMI ABRAO MOUALLA

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
TERRAMATTER IMPORTADORA LTDA
305B RUA DO BONFIM - VASCO DA GAMA
RIO DE JANEIRO - RJ - BRAZIL, RJ. 20930-450 BR

Title: VP,S
SAMI A MOUALLA
20801 S. BISCAYNE BLVD, STE 403
MIAMI, FL. 33180

Article VIII

The effective date for this corporation shall be:

01/23/2012