

**Electronic Articles of Incorporation
For**

P12000011049
FILED
February 01, 2012
Sec. Of State
jshivers

COSAN 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:
COSAN USA CORP.

Article II

The principal place of business address:
201 S. MIAMI BOULEVARD
28TH FLOOR
MIAMI, FL. US 33131

The mailing address of the corporation is:
201 S. BISCAYNE BOULEVARD
28TH FLOOR
MIAMI, FL. US 33131

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:
JOSE MANUEL MACHIN
201 S. BISCAYNE BOULEVARD
28TH FLOOR
MIAMI, FL. 33131

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

Registered Agent Signature: JOSE MANUEL MACHIN

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Article VI

The name and address of the incorporator is:

JOSE MANUEL MACHIN
201 S. BISCAYNE BOULEVARD
28TH FLOOR
MIAMI, FL 33131

Electronic Signature of Incorporator: JOSE MANUEL MACHIN

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
JOSE MANUEL MACHIN
201 S. BISCAYNE BLVD. 28TH FLOOR
MIAMI, FL. 33131 US

Article VIII

The effective date for this corporation shall be:

02/02/2012