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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CUEVAS & ORTIZ, P.A.
Account Number : I20030000123
Phone : (305) 461-9500
Fax Number : (305) 448-7300

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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**FLORIDA PROFIT/NON PROFIT CORPORATION
MASTERFLEX DE VENEZUELA, CORP.**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 MAY -9 AM 10:03

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MD 5/10

MASTERFLEX DE VENEZUELA, LLC
1572 NW 165TH STREET
MAIMI, FL 33169

April 30, 2012

Florida Department of State
Division of Corporations
Attn: Justin M. Shivers
New filling section

FILED
12 MAY -9 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: MASTERFLEX DE VENEZUELA, CORP.
Ref: W12000023598

Dear Mr. Shivers:

Through the present letter we would like to respectfully request your offices to accept the Articles of Incorporation for the opening of the new corporation **MASTERFLEX DE VENEZUELA, CORP.** It has been agreed by the Managing Member of **MASTERFLEX DE VENEZUELA, LLC**, that a corporation be opened with the same name.

If you should have any questions, do not hesitate to contact me.

Sincerely yours,



Jorge Marti
Managing Member
MASTERFLEX DE VENEZUELA, LLC.



May 8, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CUEVAS & ORTIZ, P.A.

SUBJECT: MASTERFLEX DE VENEZUELA, CORP.
REF: W12000025456

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please correct the name of the entity listed as registered agent to be consistent with our records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Pamela Smith
Regulatory Specialist II

FAX Aud. #: H12000116861
Letter Number: 412A00013727



May 9, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CUEVAS & ORTIZ, P.A.

SUBJECT: MASTERFLEX DE VENEZUELA, CORP.
REF: W12000025850

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason
Regulatory Specialist II

FAX Aud. #: H12000116861
Letter Number: 112A00013911

ARTICLES OF INCORPORATION
OF
MASTERFLEX DE VENEZUELA, CORP.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby organizes and incorporates a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is MASTERFLEX DE VENEZUELA, CORP.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in the transaction of any or all lawful business permitted under the laws of the United States and the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV. PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of stock by the corporation whether it be previously unissued shares authorized in the Articles of Incorporation originally filed or new shares created by amendment thereto, shall have the right to purchase his pro-rata share thereof at the same price and under the same terms at which it is offered to others.

ARTICLE V. INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than the minimum amount required under the applicable Florida Statutes.

ARTICLE VI. BEGINNING OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation shall begin business shall be the time of the filing of these Articles of Incorporation by the Department of State.

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12-11-9 AM 10:03
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The address of the initial principal office of this corporation in the State of Florida is 1572 NW 165th Street, Miami, Fl 33169. The Board of Directors may, from time to time, move the principal office to any other address.

The name of the initial Registered Agent of this corporation is Cuevas, Ortiz & Goldstein, P.A., which address is located at 7480 SW 40TH Street, Suite 600, Miami, Florida 33155.

ARTICLE IX. DIRECTORS

This corporation shall have four (3) Directors initially. The number of Directors may be increased from time to time, by the By-laws adopted by the stockholders but there shall always be at least one (1) Director.

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as a Director or Officer of the corporation and each person who serves, at the request of the corporation, as a Director or Officer of any other corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his being a Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each such person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall adjudge that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

No contract or other transaction between this corporation and any other firm or corporation and no act of this corporation shall in anyway be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in or are Directors or Officers of such other firm or corporation, provided that the fact that he is so interested shall be disclosed or shall be known to the Board of Directors of the corporation or such member thereof as shall be present at any meeting of the Board at which action upon such contract or transaction shall be taken; and any Director of the corporation who is also a Director or Officer of such other corporation or is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or transactions, with the like force and effect as if he were not a Director or Officer of such other corporation or not so interested.

Roberto J. Ortiz, Esq. Law Offices of Cuevas, Ortiz & Goldstein, P.A.
7480 SW 40TH Street, Suite 600, Miami, Florida 33155; Phone (305) 461-9500; Fax (305) 448-7300

ARTICLE X. INITIAL OFFICERS AND DIRECTORS

The names and post office address of the initial Director and Officer of the corporation is:

OFFICERS AND SPECIFIC ADDRESS

Director/President	Jorge Marti 1572 NW 165 th Street Miami, Fl 33169
Director/Vice-President	Maria De Los Angeles Marti 1572 NW 165 th Street Miami, Fl 33169
Director	Antonio Salguero 1572 NW 165 th Street Miami, Fl 33169
Secretary	Fernando De Roa 1572 NW 165 th Street Miami, Fl 33169

ARTICLE XI. SUBSCRIBER

The name and post office address of the Subscriber to these Articles of Incorporation is Roberto J. Ortiz, Cuevas, Ortiz & Goldstein, P.A., 7480 SW 40TH Street, Suite 600, Miami, Florida 33155.

ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders and approved at the stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has set his hand and seal and has acknowledged and filed in the Office of the Secretary of the State of Florida as Subscriber of MASTERFLEX DE VENEZUELA, CORP.

Roberto J. Ortiz, Esq. Law Offices of Cuevas, Ortiz & Goldstein, P.A.
7480 SW 40TH Street, Suite 600, Miami, Florida 33155; Phone (305) 461-9500; Fax (305) 448-7300


CORPORATE SUBSCRIBER

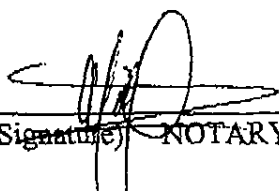
State of Florida)
)ss
County of Dade)

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12 MAY -9 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

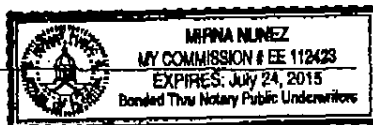
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in this state of and county above named to take acknowledgments, personally appeared Roberto J. Ortiz Esq., the person described as Subscriber in and who executed the foregoing Articles of Incorporation for MASTERFLEX DE VENEZUELA, CORP. to those Articles of Incorporation.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida this April 27, 2012

(SEAL)


(Signature) NOTARY PUBLIC, State of Florida

Commission Number: _____



Mirna Nunez

(Name of Notary typed, printed or stamped)

DEPARTMENT OF STATE

Certificate designating place of business or domicile for the service of process within this state naming the agent upon which process may be served and the names and addresses of the officers and directors.

The following is submitted in compliance with Chapter 48.091 of the Florida Statutes.

MASTERFLEX DE VENEZUELA, CORP., a corporation organized under the laws of the State of Florida with its principal office located at 1572 NW 165th Street Miami, Fl 33169, has named Cuevas, Ortiz & Goldstein, P.A. as its agent to accept service of process within this state.

OFFICERS AND SPECIFIC ADDRESS

Director/President	Jorge Marti 1572 NW 165 th Street Miami, Fl 33169
Director/Vice-President	Maria De Los Angeles Marti 1572 NW 165 th Street Miami, Fl 33169
Director	Antonio Salguero 1572 NW 165 th Street Miami, Fl 33169
Secretary	Fernando De Roa 1572 NW 165 th Street Miami, Fl 33169

ACCEPTANCE:

I agree as Resident Agent of MASTERFLEX DE VENEZUELA, CORP. to accept Service of Process, to keep the office open during prescribed hours, to post my name (and the names of my other officers of said corporation authorized to accept Service of Process, at the above Florida designated address) in some conspicuous place in the office as required by law.

BY: _____

Roberto J. Ortiz, Esq.
Cuevas, Ortiz & Goldstein, P.A.
7480 SW 40th Street, Suite 600
Miami, Florida 33155

Roberto J. Ortiz, Esq. Law Offices of Cuevas, Ortiz & Goldstein, P.A.
7480 SW 40th Street, Suite 600, Miami, Florida 33155; Phone (305) 461-9500; Fax (305) 448-7300