

**Electronic Articles of Incorporation
For**

P14000050728
FILED
June 10, 2014
Sec. Of State
jahickman

GRUPO CELO Y APOLO 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:

GRUPO CELO Y APOLO USA INC

Article II

The principal place of business address:

2655 LE JEUNE ROAD
SUITE 804
CORAL GABLES, FL. 33134

The mailing address of the corporation is:

2655 LE JEUNE ROAD
SUITE 804
CORAL GABLES, FL. 33134

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:

JORDI R TORRENTS
2655 LE JEUNE ROAD
SUITE 804
CORAL GABLES, FL. 33134

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

Registered Agent Signature: JORDI R TORRENTS

Article VI

The name and address of the incorporator is:

CELO APOLO CONSTRUCTION SYSTEMS
ROSELLO 7
POLIGONO INDUSTRIAL LA BRUGUERA - CASTELLAR DEL VALLES
08211 BARCELONA SPAIN

Electronic Signature of Incorporator: MARC GONFAUS

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: D P
RAMON CERAVALLS
ROSELLO 7 - CASTELLAR DEL VALLES
BARCELONA - SPAIN, SP. 08211 SP

Title: D T
NURIA LOPEZ
ROSELLO 7 - CASTELLAR DEL VALLES
BARCELONA - SPAIN, SP. 08211 SP

Title: D S
MARC GONFAUS
ROSELLO 7 - CASTELLAR DEL VALLES
BARCELONA - SPAIN, SP. 08211 SP

Article VIII

The effective date for this corporation shall be:

06/10/2014