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FIVE CONTINENTS USA INC.

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**ARTICLES OF INCORPORATION  
OF  
FIVE CONTINENTS USA INC.**

**ARTICLE I.  
CORPORATE NAME**

The name of this Corporation shall be:

**FIVE CONTINENTS USA INC.**

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**ARTICLE II.  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE III.  
CAPITAL STOCK**

The Corporation is authorized to issue a maximum of One Thousand (1,000) Shares of Stock. The Shares of Stock shall be voting common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each Share of Stock shall be fixed by the Board of Directors.

**ARTICLE IV.  
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Alvaro Castillo B.  
1390 Brickell Avenue, Suite 200  
Miami, Florida 33131

**ARTICLE V.  
BOARD OF DIRECTORS**

The number of Directors may be altered from time-to-time by

This Instrument Prepared By:

Alvaro Castillo B., Esq.  
1390 Brickell Avenue, Suite 200  
Miami, Florida 33131  
(305) 371-5540  
Florida Bar No. 611761

the By-Laws adopted by the shareholders. However, the Corporation shall have no less than one (1) Director at any time.

**ARTICLE VI.  
INITIAL DIRECTORS**

The name and post office address of the initial Director of the Corporation is:

<b>Name</b>	<b>Address</b>
<b>SERGIO HERRANZ SAMPEDRO</b>	<b>C/O: 1390 BRICKELL AVENUE SUITE 200 MIAMI, FL 33131</b>

**ARTICLE VII  
INITIAL OFFICERS**

The initial officers shall be elected at the first Board of Directors meeting.

**ARTICLE VIII.  
INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<b>Name</b>	<b>Address</b>
<b>SERGIO HERRANZ SAMPEDRO</b>	<b>C/O: 1390 BRICKELL AVENUE SUITE 200 MIAMI, FL 33131</b>

**ARTICLE IX.  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal mailing address of the Corporation is as follows:

**C/O: 1390 BRICKELL AVENUE SUITE 200  
MIAMI, FL 33131**

**ARTICLE X.  
COMMENCEMENT DATE**

Corporate existence will commence on the date of the filing of these Articles of Incorporation.


The UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: 

SERGIO HERNANDEZ HERNANDEZ

**ACCEPTANCE BY REGISTERED AGENT**

The Undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

  
ALVARO CASTILLO B., Esquire  
CASTILLO & ASSOCIATES  
1390 Brickell Avenue, Suite 200  
Miami, Florida 33131