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FLORIDA PROFIT/NON PROFIT CORPORATION  
BARNES US DEVELOPMENT INC.

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ARTICLES OF INCORPORATION  
OF  
BARNES US DEVELOPMENT INC.

ARTICLE I.  
CORPORATE NAME

The name of this Corporation shall be:

BARNES US DEVELOPMENT INC.

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:

Alix Boucard  
1150 SW 22<sup>nd</sup> Street  
Miami, FL 33129

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

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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:

Name	Address
THIBAUD DE SAINT VINCENT	C/O: 1150 SW 22 <sup>nd</sup> STREET MIAMI, FL 33129
ALIX BOUCARD	C/O: 1150 SW 22 <sup>nd</sup> STREET MIAMI, FL 33129

**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:

Name	Address
THIBAUD DE SAINT VINCENT	C/O: 1150 SW 22 <sup>nd</sup> STREET MIAMI, FL 33129

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

The principal mailing address of the Corporation is as follows:

C/O: 1150 SW 22<sup>nd</sup> STREET  
MIAMI, FL 33129

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: Thibault de Saint Vincent  
THIBAUD DE SAINT VINCENT

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.

Alix Bouchard  
Alix Bouchard  
1150 SW 22nd Street  
Miami, FL 33129

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