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Date: January 3, 1995

Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

**P95000002433**

Re: Filing Articles of Incorporation for  
U.S.P.A.G., Inc.

RECEIVED 1 3 1995  
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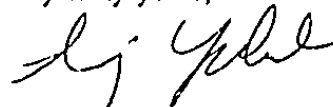
Dear Sir/Madam:

Enclosed herewith please find original and photocopy of new Articles of Incorporation for a new corporation organized under the laws of the State of Florida. Enclosed please find original Certificate of Designation Registered Agent/Registered Office. Also enclosed is a check in the sum of \$122.50 in payment for the fees in this matter.

Please forward a certified copy of the Articles of Incorporation, along with the form showing the date filed and the official Charter Number. A self-addressed stamped envelope is also enclosed.

Thanking you for your prompt attention hereto, I am,

Very truly yours,



IRVING YEDWAB, ESQUIRE

IY/jy  
Enclosures

FILED  
1995 JAN - 6 PM 2:45  
TALLAHASSEE, FLORIDA

*9/2/95*  
*1/10/95*  
*P95-2433*

ARTICLES OF INCORPORATION

OF

U.S.P.A.G., INC.

FILED  
JUN-5 PM 2:45  
1963

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be U.S.P.A.G., Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be c/o Alexandre Abramovitch, 10210 Collins Avenue, Ste.106, Bal Harbor, FL 33154.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Three Hundred ( 300 ) shares having a par value of One Dollar (\$1.00 ) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is YURI GLUZMAN , 7850 Byron Avenue, Ste. 506, Miami Beach, FL 33141.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of incorporation is YURI GLUZMAN, 7850 Bryon Avenue, Ste. 506, Miami Beach, FL 33141.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors of the corporation are YURI GLUZMAN, 7850 Byron Avenue, Sto. 506, Miami Beach, FL 33141; and ALEXANDRE ABRAMOVITCH & VALERIY PARLENKO, 10210 Collins Avenue, Sto. 106, Bal Harbor, FL 33154.

The undersigned has executed these Articles of Incorporation  
this 3rd day of January, 1995.



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YURI GLUZMAN  
President - Incorporator

CERTIFICATE OF DESIGNATION

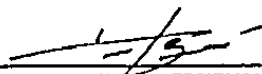
REGISTERED AGENT/REGISTERED OFFICE

FILED  
JAN 3 1995  
FALLS CHURCH, VA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, i.. the State of Florida.

1. The name of the corporation is U.S.P.A.G., INC.
2. The name and address of the registered agent and office is YURI GLUZMAN, 7850 Byron Avenue, Ste. 506, Miami Beach, FL 33141.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
YURI GLUZMAN  
Registered Agent - Incorporator  
President of U.S.P.A.G., Inc.  
Date: January 3, 1995.