

MAY-10-1993 09:06
5/09/93

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5:00 M

FLORIDA DIVISION OF CORPORATIONS
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DEPARTMENT OF STATE
THE FLORIDA
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TALLAHASSEE, FL 32399
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FROM: EMPIRE PROFIT CORP. INC. COMPANY
1111 N. BROADWAY
SUITE 200
MIAMI, FL 33136-
CONTACT: RAY BURMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

((H90000006658))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ICV USA, INC.
FAX AUDIT NUMBER: H90000006658
DATE REQUESTED: 05/09/1993
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TALLAHASSEE, FLORIDA

FLORIDA DIVISION OF CORPORATIONS

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MAY-10-1996 09:06

P.02

(4)

ARTICLES OF INCORPORATION
OF
ICV USA, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The name of the corporation shall be:

ICV USA, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

A. The total authorized capital stock of this Corporation is One Thousand (1,000) shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is: 13785 S.W. 90th Avenue, Suite 8-106, Miami, Florida 33176. The Board of Directors may from time to time move the principal office to another address in Florida.

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PRESENTED BY: Disney D. Thompson, Disney D. Thompson & Assoc., P.A., Florida Bar No. 467534, 169 East Flagler Street, Suite 1627, Miami, Florida 33131. SOS-381-9188

MAY-10-1996 09:07

P.03

H 960000006658

ARTICLE VI
NUMBER OF DIRECTORS

This corporation shall have not less than one (1) Director.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

ALISKAIR ROJAS
13755 S.W. 90 AVENUE
SUITE 8-106
MIAMI, FLORIDA 33176

KARINA ROJAS
13755 S.W. 90 AVENUE
SUITE 8-106
MIAMI, FLORIDA 33176

JAINO LOZANO
13755 S.W. 90 AVENUE
SUITE 8-106
MIAMI, FLORIDA 33176

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 13755 S.W. 90 Avenue, Suite 8-106, Miami, Florida 33176 and the name of the initial registered agent of this Corporation at the address is: KARINA ROJAS.

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: KARINA ROJAS, 13755 S.W. 90 Avenue, Suite 8-106, Miami, Florida 33176.

Karina Rojas
KARINA ROJAS

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MAY-10-1996 09:07

P.04

PRESENTED BY: Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC., P.A.

In compliance with Section 49.091 and Section 607.034 (3) Florida Statutes, the following is submitted:

ZOV USA, INC., a corporation being organized under the laws of the State of Florida, with its principal place of business: 13755 S.W. 90 Avenue, Suite S-106, Miami, Florida 33176, has named KARINA ROJAS, located at 13755 S.W. 90 Avenue, Suite S-106, Miami, Florida 33176, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for in Florida Statutes Section 607.025, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office.

Karina Rojas

Registered Agent - Karina Rojas

PRESENTED BY: Disney D. Thompson, Esquire, DISNEY D. THOMPSON & ASSOC., P.A., Florida Bar No. 567836. 169 East Flagler Street, Suite 1827, Miami, Florida 33131.

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