P97000002340 thertor Number Only

18197 0 1 1 7 583-2590A 200002053272---01/09/97--01101--013 ****122.50 ****122.50 CORPORATION(S) NAME Toll Free: 1-800-432-3028 8) Profit) NonProfit) Amendment () Merger) Foreign) Dissolution () Mark) Limited Partnership) Annual Report () Other) Reinstatement) Reservation) Change of Registered Ag Certified Copy () Photo Copies () Certificate Under S **CEIV** 6 () Mail 0@3) Call When Ready () Call If Problem () After 4:30 Pick Up Walk In () Will Walt 12:18 Nome Availability Decument Ezaminer **CERTIFIED COPY** Updater Verifier Acknowledgment

W.P. Varifier

CR2E031 (R8-85)

9 1997

B. REGISTER JAN

ARTICLES OF INCORPORATION

OF

MARODIAM USA, INC.

We, the undersigned, natural persons competent to contract, hereby associate ourselves together in order to form a corporation for purposes hereinafter stated, under and pursuant to the provisions of an act of the legislature of the State of Florida, approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe this Certificate of Incorporation.

ARTICLE I

NAME

The name of the corporation is MARODIAM USA, INC.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the General Corporation Act of the State of Florida.

ARTICLE III

COMMENCEMENT

The Corporation shall commence and be effective upon filing with the Secretary of State, State of Florida.

JAN-9 PH 3: 18
CRETARY OF STATE
LAHASSEE. FLORID

This document prepared by Michael A. Farbarik, Esquire 2210 N.W. 87th Avenue Pembroke Pines, FL 33024 Florida Bar Number - 949167

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is one thousand (1,000) shares of Common Stock at the par value of \$ 1.00 per share. The amount of capital with which the Corporation shall begin business shall be not less than Two Hundred Dollars and no/100 (\$200.00).

ARTICLE V

TERMS OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located at, 2839 N.E. 28th Court, Lighthouse Point, Broward County, Florida 33064. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation, but shall never be less than one (1). The names and addresses of the initial directors of the Corporation are:

NAME

ADDRESS

James Rosen

6371 Cow Pen Road, suite 106-S

Miami Lakes, FL 33064

Marc Robeyns

2839 N.E. 28th Court Lighthouse Point, FL 33064

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

James Rosen

6371 Cow Pen Road, Suite 106-S

Miami Lakes, FL 33044

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of January, 1997.

James Rosen Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared James Rosen, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

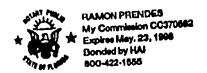
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 7th day of

NOTARY PUBLIC/Ramon Prendes

Comm # CC-370882

January, 1997

My Commission expires:



CERTIFICATION DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS BE SERVED

WITNESSETH

In pursuance of SS48.091(01) and 607.034, Florida Statutes, the following is submitted in compliance thereof:

That MARODIAM USA, INC., desiring to organize under the laws of the State of Florida, which will have its principal office at 2839 N.E. 28th Court, Lighthouse Point, Broward County, Florida 33064, has named James Rosen, whose address is 6371 Cow Pen Road, Suite 106-S, Dade County, Florida 33044, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named by the incorporator of MARODIAM USA, INC., to accept service of process for the Corporation, at the place designated in this certificate, I hereby agree to serve as the Registered Agent for the Corporation (until the Corporation designates otherwise), and agree to comply with the applicable provisions of the Florida Statutes. I hereby am familiar with and accept the duties and responsibilities of the registered agent of said corporation.

Dated this 7th day of January, 1997.

James Rosen Registered Agent