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TO: DIVISION OF CORPORATIONS

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NAME: PROYECTAR INGENIERIA USA, CORP.

AUDIT NUMBER.....H98000003864

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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Engineering Project USA, Corp

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98 FEB 27 AM 8:30

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 26, 1998

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SUBJECT: PROVECTAR INGENIERIA USA, CORP
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Becky McKnight
Document Specialist

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**ARTICLES OF INCORPORATION
OF
ENGINEERING PROJECT USA, CORP**

98 FEB 27 AM 8:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: **ENGINEERING PROJECT USA, CORP**

ARTICLE II: DURATION

The period of duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Office and Agent of this Corporation shall be:

**HENRY LOZADA VELEZ
5242 NE 6 AVENUE #27B
FORT LAUDERDALE, FLORIDA 33334 - USA**

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

**5242 NE 6 AVENUE #27B
FORT LAUDERDALE, FLORIDA 33334 - USA**

These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be one (1) initially. The name and street address of the initial Director is:

HENRY LOSADA VELEZ
CARMENZA ARCILA MONTOYA
5242 NE 6 AVENUE #27B
FORT LAUDERDALE, FLORIDA 33334 - USA

ARTICLE VI: OFFICERS

The initial President, Secretary and Treasurer of the Corporation is

HENRY LOSADA VELEZ, President
CARMENZA ARCILA MONTOYA, Secretary
SANDRA JANETH CLAVIJO-BOWMAN, Treasury

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

HENRY LOSADA
5242 NE 6 AVENUE #27B
FORT LAUDERDALE 33334 - USA

ARTICLE IX: AMENDMENTS

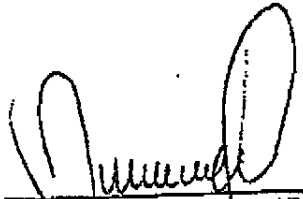
This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.

These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS
23RD DAY OF FEBRUARY 1998.


HENRY LOSADA VELEZ
Incorporator

These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number
320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT & REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

The name of this corporation is: **ENGINEERING PROJECT USA, CORP**

The name and address of the Registered Agent and Registered Office is:

**HENRY LOSADA VELEZ
5242 NE 6 AVENUE #27B
FORT LAUDERDALE, FLORIDA 33334 - USA**

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.

DATED: FEBRUARY 23, 1998


HENRY LOSADA VELEZ

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98 FEB 27 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Incorporation were prepared by Richard J. Lind, Attorney at Law - Florida Bar Number 320064 - 2551 Tigertail Avenue, Miami, Florida 33133 U.S.A. Telephone: (305) 858-9191

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