3/02/98

FLORIDA DIVISION OF CORPORATIONS DIRECTO ACCRES SVETEM

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TO:

DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FOWLER, WHITE, BURNETT, ET AL

ACCT#: 071250001512

CONTACT: JUDITH D RODMAN PHONE: (305)789-9200

FAX #: (305)789-9201

NAME: TERRANOVA LG USA CORP.

AUDIT NUMBER..... H98000004129

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

CERT. OF STATUS...O

PAGES..... 4

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## ARTICLES OF INCORPORATION

#### OF

### TERRANOVA LG USA CORP.

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

#### ARTICLE I

The name of the corporation is TERRANOVA LG USA CORP.

#### ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$0.01 per share.

#### ARTICLE III

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Barry N. Semet, Esq.
Fowler, White, Burnett, Hurley, Banick & Strickroot, P.A.
100 S.E. 2nd St., 17th Floor
Miami, FL 33131
(305) 789-9200
Fla, Bar No. 163331

Audit No. H98000004129

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SECRETARY OF STATE
ANALYSISE FLORID

Audit No. H98000004129

ARTICLE IV

The street address of the initial registered office of the corporation is 100 S.E. 2nd St., 17th Fl, Miami, FL 33131 and the initial registered agent of the corporation at that address is Barry N. Semet.

ARTICLE V

The mailing address of the corporation is located at 1901 Brickell Ave., Apt. B1811, Miami, FL 33129.

ARTICLE VI

The name and street address of the member of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until a successor is elected and has qualified is:

Name |

Address

Mario Crespi

1901 Brickell Ave.

Apt. B1811

Miami, FL 33129

ARTICLE VII

The name and street address of each incorporator signing these articles is:

<u>Name</u>

Address

Barry N. Semet

100 S.E. 2nd St.

17th Floor

Miami, FL 33131

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#### ARTICLE VIII

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED at Miami, Florida, th	is 20d day of March, 1998.
	Barry N. Semet, Incorporator
STATE OF FLORIDA ) :ss COUNTY OF DADE )	
The foregoing instrument was	acknowledged before me this 2 day of
March . 1998 by Barry N. Sei	met, who is personally known to me or 🗆 who has
produced	as identification.
	Sma Deum Ar
	Notary Public, STATE OF FLORIDA
	Print Name:
	My Commission Expires:
•	COMMISSION EXP.  MAR. 19,1998

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# CERTIFICATE DESIGNATING RESIDENT AGENT AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

#### DESIGNATION

TERRANOVA I.G USA CORP., desiring to organize under the laws of the State of Florida, hereby designates Barry N. Semet its registered agent and 100 S.E. 2nd St., 17th Fl, Miami, FL 33131 as its registered office.

#### **ACCEPTANCE**

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.

Barry N. Semet

(Registered Agent)

[\*]W:\TMPRE\8-599.DOC{2/24/98-14:28}

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