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CONTACT: RAY STORMONT  
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: ARBA AMERICA CORPORATION  
AUDIT NUMBER.....H98000015168  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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ARTICLES OF INCORPORATION

OF

ARBA AMERICA CORPORATION

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

ARBA America Corporation  
1717 N. Bayshore Drive Suite 2542  
Miami, Florida 33132

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ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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George G. Sirota, P.A. 200 South Biscayne Blvd. Miami, FL 33131  
(305)373-1995 FL293849

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**ARTICLE V**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Cintia Fraga Arpini  
1717 N. Bayshore Drive Suite 2542  
Miami, Florida 33132

**ARTICLE VI**

**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

**NAME**

**ADDRESS**

Cintia Fraga Arpini

1717 N. Bayshore Drive Suite 2542  
Miami, Florida 33132

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

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ARTICLE VII

INCORPORATORS

The name and post office of the Incorporator executing these Articles of  
Incorporation is as follows:

INCORPORATOR

ADDRESS

Cintia Fraga Arpini

1717 N. Bayshore Drive Suite 2542  
Miami, Florida 33132

The undersigned, being the original subscriber to these Articles of Incorporation,  
for the purpose of forming a Corporation for profit and to do business both within and  
without the State of Florida, do hereby make, subscribe, acknowledge and file these  
Articles of Incorporation, hereby declaring and certifying that the facts herein stated are  
true and, accordingly, has hereunto set her hand and seal this

13 day of August, 1998.

  
Cintia Fraga Arpini

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STATE OF FLORIDA )

) SS

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared CINTIA FRAGA ARPINI, the person described as Incorporator in the foregoing Articles of Incorporation.

WITNESS my hand and seal at Miami, DADE County, Florida  
this 13 day of August, 1998.

*presented Florida Driver license #*  
*AG15-100-72-543-0*

  
Notary Public  
State of Florida

My Commission expires:



MARIA FATMA SIROTA  
My Commission CC560511  
Expires Jun 10, 2000

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**CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates  
**CINTIA FRAGA ARPINI**, as its registered Agent to accept service of process within  
this State.

  
Cintia Fraga Arpini

The undersigned hereby accepts the foregoing designation as Registerent Agent  
for service of process within the State of Florida, and agrees to comply with the provisions  
of the law applicable to said designation.

  
Cintia Fraga Arpini

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