

Sep-08-98 10:31A Fernand Lamothe C.A.

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FLORIDA DIVISION OF CORPORATIONS  
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((H98000016595 4)))

TO: DIVISION OF CORPORATIONS  
FROM: FERNAND LAMOTHE, INC.  
CONTACT: FERNAND LAMOTHE  
PHONE: (954)768-9548

FAX #: (850)922-4001

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FAX #: (954)768-9775

NAME: SPECIAL P USA CORP.  
AUDIT NUMBER.....H98000016595  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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ARTICLES OF INCORPORATION  
OF  
SPECIAL P USA CORP.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be "SPECIAL P USA CORP."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 2650 S.W. 154TH AVENUE, DAVIE, FL 33331.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, par value \$ 1.00 per share.

ARTICLE IV PURPOSE

The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Fernand Lamothe  
Chartered Accountant  
721 S.E. 17th Street  
Fort Lauderdale, Fl. 33316  
(954) 768 9548

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**ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is: Fernand Lamothe, Chartered Accountant, 721 S.E. 17th Street, Fort Lauderdale, Florida 33316.

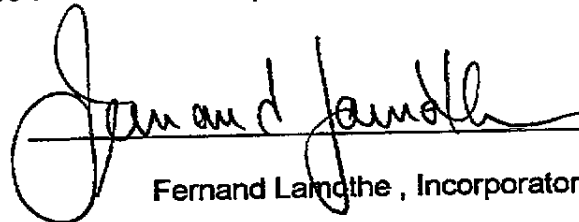
**ARTICLE VI INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Fernand Lamothe  
Chartered Accountant  
721 S.E. 17th Street, Fort Lauderdale,  
Florida, 33316

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the Director are, Richard Lavoie, President and Secretary, 2650 S.W. 154TH Avenue, Davie, FL 33331.

The undersigned has executed these Articles of Incorporation this 4th day of September, 1998.

A handwritten signature in black ink, appearing to read "Fernand Lamothe", is written over a horizontal line. The signature is stylized with a large initial "F".

Fernand Lamothe , Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS**

**AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: September 4, 1998.

  
FERNAND LAMOTHE  
Registered Agent

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