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Florida Department of State  
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SECRETARY OF STATE  
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FLORIDA PROFIT CORPORATION OR P.A.

CMT INTERNAIONAL USA, CORP.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CMT INTERNATIONAL USA, CORP**

*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: CMT INTERNATIONAL 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:*

CARLOS LOSADA  
15230 LAUREL LANE  
PEMBROKE PINES, FL 33026 - USA

**ARTICLE IV: PRINCIPAL PLACE OF BUSINESS**

*The principal office address of this corporation is:*

15230 LAUREL LANE  
PEMBROKE PINES, FL 33026 - USA

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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 two (2) initially. The name and street address of the initial Directors is:*

CARLOS LOSADA  
MARIA TERESA MURILLO  
15230 LAUREL LANE  
PEMBROKE PINES, FL 33026 - USA

**ARTICLE VI: OFFICERS**

*The initial President, Secretary and Treasurer of the Corporation is*

CARLOS LOSADA, President  
MARIA TERESA MURILLO, Secretary  
FABIO LOSADA, 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:*

CARLOS LOSADA  
15230 LAUREL LANE  
PEMBROKE PINES, FL 33026 - USA

**ARTICLE IX: AMENDMENTS**

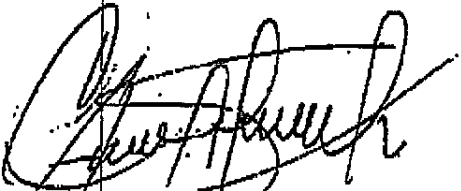
*This corporation reserves the right to amend or repeal the provisions of these Articles of Incorporation or any amendments thereto.*

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*IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR  
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS  
19 DAY OF NOVIEMBRE 1998.*

  
\_\_\_\_\_  
CARLOS ROSADA  
Incorporator

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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:*

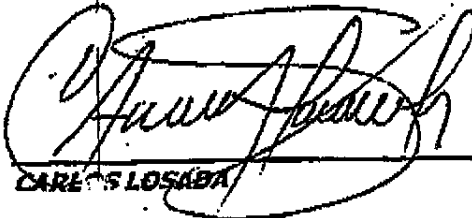
*The name of this corporation is: **CMT INTERNATIONAL USA, CORP***

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

**CARLOS LOSADA  
15230 LAUREL LANE  
PEMBROKE PINES, FL 33026 - 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: NOVIEMBRE 19, 1998**

  
**CARLOS LOSADA**

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TALLAHASSEE, FLORIDA

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