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To: Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

1-14-99

FLORIDA PROFIT CORPORATION OR P.A.

Caledonian Development Corp.

Certificate of Status	1
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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Caledonian Development Corp.

Article II. Address

The mailing address of the Corporation is:
Caledonian Development Corp.
La Casa Blanca, Bla 3 ET no. 3
17 Boulevard Du Larvotto
Monte-Carlo 98000 MONACO

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
AGIM Registered Agents, Inc.
1200 Brickell Avenue
Suite 900
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Javier de Otaduy

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Michael D. Gallinar I FL Bar Member 770973
Adams, Gallinar, Iglesias & Meyer, P.A.
1200 Brickell Avenue
Suite 900
Miami FL 33131
305-416-6800
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Michael D. Gallinar
Adams, Gallinar, Iglesias & Meyer, P.A.
1200 Brickell Avenue
Suite 900
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 14, 1999.

The undersigned incorporator executed these Articles of Incorporation on January 14, 1999.


MICHAEL D. GALLINAR
by G.K. Kuroda as attorney-in-fact

Michael D. Gallinar | FL Bar Member 770973
Adams, Gallinar, Iglesias & Meyer, P.A.
1200 Brickell Avenue
Suite 900
Miami FL 33131
305-416-6800
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Caledonian Development Corp.

REGISTERED AGENT/OFFICE:

**AGIM Registered Agents, Inc.
1200 Brickell Avenue
Suite 900
Miami FL 33131**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


AGIM REGISTERED AGENTS, INC.
by G.K. Kuroda as attorney-in-fact

Date: January 14, 1999.

**Michael D. Gallinar | FL Bar Member 770973
Adams, Gallinar, Iglesias & Meyer, P.A.
1200 Brickell Avenue
Suite 900
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