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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

RODBEAR INTERNATIONAL, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RODBEAR INTERNATIONAL, INC.

ARTICLE I - NAME

The name of the corporation is Rodbear International, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all-lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares, which the Corporation shall have the authority to issue, is 102 shares of Common Stock, par value \$0.1 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami, Florida 33131; and the name of the initial registered agent of the Corporation at that address is Ariel Bentata.

THIS INSTRUMENT PREPARED BY:  
LEONARDO F. BRITO P.A.  
1001 Brickell Bay Drive  
Suite 3000 FBN-0615730  
Miami, Florida 33131  
(305) 373-5411

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ARTICLE V - INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is  
3801 NE 207 St., #1503, Aventura, Fl 33180.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have no less than 1 and no more than 10 directors 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 1. The Corporation shall have 4  
directors initially in the capacities indicated below, and their names and address is as follows:

Moises Guenoun, President      Treasurer and Secretary

3801 NE 207 St., #1503, Aventura, Fl 33180

Fanny Hausmann      Vice-President

3801 NE 207 St., #1503, Aventura, Fl 33180

Marcelo Rosen      Vice President

3801 NE 207 St., #1503, Aventura, Fl 33180

Alex Brakha      Vice President.

3801 NE 207 St., #1503, Aventura, Fl 33180

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ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Leonardo Brito, 1001 Brickell Bay Drive, 30<sup>th</sup> floor, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these  
Articles of Incorporation this 1<sup>st</sup> day of February, 1999

  
Leonardo Brito  
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**


**WITNESSETH:**

That Rodbear International, Inc., desiring to organize under the laws of the State of Florida, has named Ariel Bentata, located at 100 South East 2<sup>nd</sup> St NationsBank Tower 37<sup>th</sup> Floor, Miami Florida 33131 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 1<sup>st</sup> day of February, 1999.

  
Ariel Bentata  
Registered Agent

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