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TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

FARELLO USA, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
FARELLO USA, INC.**

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 FARELLO USA, INC.

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:

**MANUEL FARELLO
3552 NW 50 STREET
MIAMI, FLORIDA 33142**

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 IV: PRINCIPAL PLACE OF BUSINESS

The principal office address of this corporation is:

3552 NW 50 STREET
MIAMI, FLORIDA 33142

ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of this corporation shall be two (02) initially. The name and street address of the initial Directors are:

MANUEL FARELLO
KATIA LOPEZ
3552 NW 50 STREET
MIAMI, FLORIDA 33142

ARTICLE VI: OFFICERS

The initial President, Secretary and Treasurer of the Corporation is

MANUEL FARELLO , President
KATIA LOPEZ , Secretary
CARLOS EDUARDO URZOLA, Treasury

ARTICLE VII: STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding is One Thousand Shares.

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ARTICLE VIII: INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

**MANUEL FARELLO
3552 NW 50 STREET
MIAMI, FLORIDA 33142**

ARTICLE IX: AMENDMENTS


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

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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IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR
HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS
06 DAY OF JULY 1999.


MANUEL FARELLO
Incorporator

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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 **FARELLO USA, INC.***

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

**MANUEL FARELLO
3552 NW 50 STREET
MIAMI, FLORIDA 33142**

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: JULY 06, 1999


MANUEL FARELLO

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