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Examiner's Initials

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

AmDiCo U.S.A., Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

200 South Biscayne Blvd. Suite 4550 Miami, FL 33131

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Shares at \$1.00 par value

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Gordon P. Stula 808 Brickell Key Drive Suite 2908 Miami, FL 33131

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Gordon P. Stula 808 Brickell Key Drive Suite 2908 Miami, FL 33131

Gregory C. Stula 1200 Hardee Road Coral Gables, FL 33146

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8th day of July, 1999.

(An additional article must be added if any effective date is requested.)

Signature

Signature

Notarization is not required

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF TEHSTATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is AmDiCo U.S.A., Inc.

1. The name and address of the registered agent and office is:

Gordon P. Stula

808 Brickell Key Drive

Suite 2908

Miami, FL 33131

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SECRETARY OF STATE
TALLAHASSEE. FLORIDA

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.

(SIGNATURE)

(DATE