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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

EFFECTIVE DATE

8-10-99

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

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

## FLORIDA PROFIT CORPORATION OR P.A.

Lipsy Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
| Certified Copy        | 0       |
| Page Count            | 04      |
| Estimated Charge      | \$78.75 |

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## ARTICLES OF INCORPORATION

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### Article I. Name

The name of this Florida corporation is:  
Lipsy Inc.

### Article II. Address

The mailing address of the Corporation is:  
Lipsy Inc.  
1101 Brickell Avenue  
Suite 1100  
Miami FL 33131

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
J. David Peña  
1101 Brickell Avenue  
Suite 1100  
Miami FL 33131

### Article IV. Board of Directors

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

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.

J. David Peña | FL Bar Member 0651400  
Peña & Sidlosca  
1101 Brickell Avenue  
Suite 1100  
Miami FL 33131  
305-372-0182  
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## Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

## Article VI. Incorporator

**The name and address of the incorporator is:**

**J. David Peña**  
**Peña & Sidlosca**  
**1101 Brickell Avenue**  
**Suite 1100**  
**Miami FL 33131**

## Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on August 10, 1999.

The undersigned incorporator executed these Articles of Incorporation on August 10, 1999.

**J. DAVID PEÑA**

by T. Hardy as attorney-in-fact

J. David Peña | FL Bar Member 0651400  
Peña & Sidlosca  
1101 Brickell Avenue  
Suite 1100  
Miami FL 33131  
305-372-0182  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

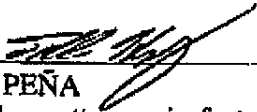
**Lipsy Inc.**

**REGISTERED AGENT/OFFICE:**

**J. David Peña  
1101 Brickell Avenue  
Suite 1100  
Miami FL 33131**

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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.

  
\_\_\_\_\_  
J. DAVID PEÑA  
by T. Hardy as attorney-in-fact

Date: August 10, 1999

J. David Peña | FL Bar Member 0651400  
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