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**P99000085312**

September 22, 1999

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32314

900002995919--5  
-09/24/99-01030-004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Arola USA, Inc.  
Articles of Incorporation  
a Florida profit corporation  
My file number; 99-010B

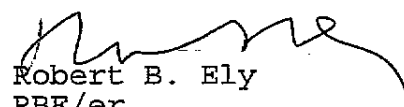
Dear Sirs:

I am enclosing the original Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is my check to your order in the amount of \$ 78.75 representing payment of the following:

Filing fee	\$	35.00
Certificate of Status (after Articles are filed)		8.75
Registered Agent Designation		35.00
	\$	<u>78.75</u>

Please file the enclosed Articles of Incorporation, and then issue your certificate of status.

Very truly yours,

  
Robert B. Ely  
RBE/er  
Encls:  
(99-010B.704)

FILED  
99 SEP 24 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T59/27/99

ARTICLES OF INCORPORATION

OF

AROLA USA, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 SEP 24 PM 2:43

FILED

ARTICLE I. NAME

The name of this corporation is AROLA USA, INC.

ARTICLE II. DURATION

The corporation shall exist perpetually.

ARTICLE III. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with \$ 1.00 par value.

ARTICLE V. PRINCIPAL OFFICE and INITIAL

REGISTERED OFFICE and REGISTERED AGENT

The street address of the principal office and the initial registered office of this corporation is: 4684 N.W. 69 Avenue, Miami, Florida 33166, and the name of the initial registered agent of the corporation at that address is: Dolphin Carrier and Export

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

The name and address of the initial director of this corporation is:

Alvaro Rossi - 4684 N.W. 69 Avenue, Miami, Florida 33166

ARTICLE VII. INCORPORATORS

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

Alvaro Rossi - 4684 N.W. 69 Avenue, Miami, Florida 33166

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them, to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

WRITTEN ACCEPTANCE BY REGISTERED AGENT

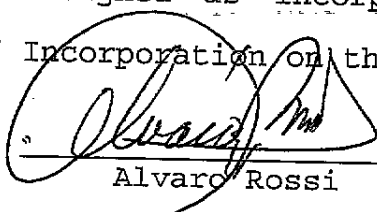
I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dolphin Carrier and Export

by 

Gerardo Diaz

IN WITNESS WHEREOF, the undersigned as incorporator has executed the foregoing Articles of Incorporation on the 17 day of September, 1999.

  
Alvaro Rossi

FILED  
99 SEP 24 PM 2:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA :

COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared ALVARO ROSSI, to me well known to be the person described in the foregoing Articles of Incorporation, or who produced affidavit of witness as identification, and who executed the same, and who acknowledged before me that he subscribed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named on this 17 day of September, 1999.

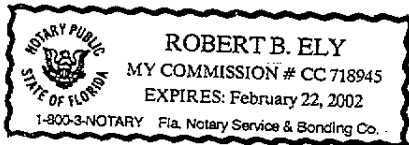
NOTARY PUBLIC

sign *Robert B. Ely*

print Robert B. Ely  
State of Florida

My Commission expires:  
Personally known \_\_\_\_\_ OR  
Produced identification ✓

Type of Identification Produced:  
Affidavit of Witness



(99-010B.609)