CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 1.800-342-8062 • Fax (850) 222-1222 400005169734--6 -03/26/02--01020--023 *****87.50 *****87.50 Art of Inc. File____ LTD Partnership File____ Foreign Corp. File_____ L.C. File Fictitious Name File Trade/Service Mark Merger File_ Art. of Amend. File_ RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy_ Photo Copy_ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Signature Fictitious Owner Search_ Vehicle Search_ _Driving Record_ Requested by: UCC 1 or 3 File_ UCC 11 Search_ Name

UCC 11 Retrieval_

Courier

Date

Will Pick Up

Walk-In

2002 MAR 26 PM 3: 22

ARTICLES OF INCORPORATION SECRETARY OF STATE OF OF OF OF OF PORCÃO USA, INC.

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

Article I, Name

The name of the corporation shall be: Porção USA, Inc.

Article II, Mailing Address

The mailing address of this corporation shall be: 7345 Sand Lake Road suite 202, Orlando, FL 32819

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 Common Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Donald A. Sutton 7345 Sand lake Road, Orlando, FL 32819

<u>Article V</u>, Incorporator.

The name and address of the incorporator to these Articles of Incorporation is:

Donald A. Sutton 7345 Sand Lake Road, Orlando FL 32819

Article VI, Purpose.

Article VI, Purpose.

The purpose of this corporation shall be to engage in the restaurant retail and franchise business. This Corporation will trade with international and national corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other legal businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Neodi L. Mocellin - President, Secretary and Director. Address – 7345 Sand Lake Road, suite 202, Orlando, Fl 32819

Affidavit

State of Florida, Orange County.

Before me this day personally appeared Donald A. Sutton, who being duly sworn, deposed and said that he is the Incorporator of Porcão USA, Inc., and is hereby duly authorized, responsible and apt to Incorporate according to the Statutes of the State of Florida.

FILED

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SECKETARY OF STATE TALLAHASSEE FLORIDA

Acceptance of Registered Agent and incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature of registered agent

Signature of Incorporator

 $\frac{3/24/02}{\text{date}}$

3/35/02

Notary Public

Sworn to and subscribed before me this 25.7% day of MARCH. 2002

RUBEN D. TORO

My Comm Exp. 8/12/05

No. DD 043971

I 1 Personally Known I 1 Other I.D.

Personally known or produced identification

Type of Identification Produced