

To: FL Dept of State
Subject: 00409.102.88
Division of Corporations

From: Katie Wonsch

Wednesday, April 15, 2009 1:24 PM Page: 1 of 5

http://efile.sunbiz.org/efiling/efilecovr.exe

P09000034146

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000088248 3)))



H090000882483ABC6

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6391

**PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.**

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

4/14

000409.102688

FLORIDA PROFIT/NON PROFIT CORPORATION

ODEBRECHT - OLEX INTERNATIONAL INC.

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

Electronic Filing Menu

Corporate Filing Menu

Help

gf 4/14/09

To: FL Dept. of State
Subject: 000409.102688

From: Katie Wonsch

Wednesday, April 15, 2009 1:24 PM Page: 2 of 5

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2009 APR 14 PM 12:12



April 15, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPDIRECT AGENTS, INC.

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

SUBJECT: ODEBRECHT - OLEX INTERNATIONAL INC.
REF: W09000017663

4/14

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

FAX Aud. #: E09000088248
Letter Number: 709A00012653

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

4/14

H09000088248 3

ARTICLES OF INCORPORATION

OF

ODEBRECHT - OLEX INTERNATIONAL INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is **ODEBRECHT - OLEX INTERNATIONAL INC.**, (hereafter called the "Corporation").

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation is:

c/o Paulo Miranda
One Southeast Third Ave., 25th Floor
Miami, FL 33131

ARTICLE III
PURPOSE

The purpose for which the Corporation is organized is to transact any lawful business.

ARTICLE IV
CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issue is Ten Thousand (10,000) shares, par value \$1.00 per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office is 515 East Park Avenue, Tallahassee, Florida 32301. The name of the Corporation's initial registered agent at that office is CorpDirect Agents, Inc.

(M2801244,1)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
2009 APR 14 PM 12:12

H09000088248 3

H09000088248 3

ARTICLE VI
INITIAL DIRECTOR

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until his successors are duly elected and qualified are:

Luiz Teive Rocha – Chairman
Paulo Rocha
Sergio Ferraz de Campos

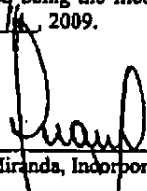
ARTICLE VII
INCORPORATOR

The name and address of the incorporator of the Corporation is Paulo Miranda, Esq, One Southeast Third Avenue, 25th Floor, Miami, Florida 33131.

ARTICLE VIII
INDEMNIFICATION

This Corporation shall indemnify the officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, has executed these Articles of Incorporation this April 14, 2009.



Paulo Miranda, Incorporator

H09000088248 3

H09000088248 3

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **ODEBRECHT-OLEX INTERNATIONAL INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

14th **IN WITNESS WHEREOF**, the undersigned has executed this Certificate this April, 2009.

CORPDIRECT AGENTS, INC.,

By: Katie Wonsch
Name: Katie Wonsch
Title: Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 APR 14 PM 12:12