

To: 000409 6958
Subject: 0009.10.98

From: Kim Weidenbach

Wednesday, July 01, 2009 3:16 PM Page: 1 of 4

Division of Corporations

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Fax Number : (850) 617-6381

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

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FLORIDA PROFIT/NON PROFIT CORPORATION

BRW FLOORS, INC.

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

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09 JUL - 1 PM 3: 48

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To: 000409.106958
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Wednesday, July 01, 2009 3:16 PM Page: 2 of 4

H09000155713 3

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**ARTICLES OF INCORPORATION
OF
BRW FLOORS, INC.**

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

**ARTICLE I
NAME**

The name of the corporation is **BRW FLOORS, 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 CorpDirect Agents, Inc.
515 East Park Avenue
Tallahassee, FL 32301

**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 Two Hundred Thousand (200,000) 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.

H09000155713 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 four, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's directors until their successors are duly elected and qualified are:

Jose Antonio Baggio – Chairman
and
Flávia Scatena Baggio
Rua Rafael de Campos, 45 – Apt# 12
Tietê – São Paulo 18530-000
Brazil

Luiz Francisco Fávero Uliana
Rua Rodolpho Grigolon, 336
Tietê, São Paulo 18530-000
Brazil

and
Marina Bertola Uliana
Rua Brasilia, 77 – Apt# 91
Tietê – São Paulo 18530-000
Brazil

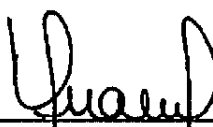
ARTICLE VII
INCORPORATOR

The name and address of the incorporator of the Corporation is Paulo Miranda, Esq. Akerman Senterfitt, One Southeast Third Ave., 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 1st day of July, 2009.



Paulo Miranda Incorporator

H09000155713 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 **BRW FLOORS, 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.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 1st day of July, 2009.

CORPDIRECT AGENTS, INC.,

By: Michele Holden
Name: Michele Holden
Title: Assistant Secretary

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