

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
CHR Company

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 5, 2011

WHITE & CASE

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ARTICLES OF INCORPORATION
 OF
 CHR COMPANY

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I
Name and Principal Office of Corporation

The name of this Corporation is CHR COMPANY. The Principal Office and mailing address of the Corporation is c/o 200 S. Biscayne Boulevard, Suite 4900, Miami, FL 33131.

ARTICLE II
Nature of Business

This Corporation is hereby authorized to transact all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

ARTICLE III
Stock

The total authorized capital stock of the Corporation shall be 1,000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV
Incorporator

The name and street address of the incorporator of this Corporation is as follows:

Lauren M. Hunt
 White & Case LLP
 200 S. Biscayne Boulevard, Suite 4900
 Miami, FL 33131

ARTICLE V**Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this Corporation in the State of Florida is 1200 S. Pine Island Road, Plantation, FL 33324. The initial Registered Agent of this Corporation at the above address is C T Corporation System.

ARTICLE VI**Number of Directors**

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the Board of Directors shall consist of three (3) persons.

ARTICLE VII**Initial Board of Directors**

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the First Annual Meeting of Shareholders, and thereafter until their respective successors are elected and have qualified, are as follows:

Elizabeth Tarquinio Monteiro da Costa	Rua Maria Eugenia 150 Humaita Rio de Janeiro Brazil CEP: 22261-080
Henrique Monteiro da Costa	Rua Maria Eugenia 150 Humaita Rio de Janeiro Brazil CEP: 22261-080
Rafael Monteiro da Costa	Rua Maria Eugenia 150 Humaita Rio de Janeiro Brazil CEP: 22261-080

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ARTICLE VIII
By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.


ARTICLE IX
Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year hereafter unless a resolution to the contrary has been adopted by the shareholders not later than four (4) months after the close of such year.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set her hand and seal this 3rd day of May, 2011.

By: 

Lauren M. Hunt

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TALLAHASSEE, FLORIDA


**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

CHR COMPANY, desiring to organize as a corporation under the laws of the State of Florida, has designated 1200 S. Pine Island Road, Plantation, FL 33324, as its initial Registered Office and has named C T Corporation System, located at said address as its initial Registered Agent.

By: 
Lauren M. Hunt
Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

By: 
Barbara A. Burke
Special Assistant Secretary
C T Corporation System
Registered Agent