

JAN 15 11 11 AM '95 922-4000 04

H95000054086

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 9-0000
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000007761))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: CAST MARKETING & COMMUNICATION CORP.
FAX AUDIT NUMBER: H95000007761 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/13/1995 TIME REQUESTED: 10:07:08
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H95000007761)))

** INVALID SELECTION...PLEASE RE-ENTER **
ENTER SELECTION AND <CR>
Help F1 Option Menu F2

NUM Connect: 00:13

FILED
95 JUL 13 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
95 JUL 13 AM 11:41
DIVISION OF CORPORATIONS

JAN-02-1900 11:00 FROM

TO

19049224000 P.05

PREPARED BY;
B & L BUSINESS LEGAL
141 NE 3rd AVE S.206
MIAMI FL 33132
EVIAN NORONHA

ARTICLES OF INCORPORATION OF

H95000077 61

FILED
95 JUL 13 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is: **CAST MARKETING & COMMUNICATION**
with the principal place of business located at:
25 SE 2nd AVE #1240
MIAMI FL 33131

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar par (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

25 SE 2nd AVE #1240
MIAMI FL 33131

The name of the initial Registered Agent of this corporation is:

B & L BUSINESS LEGAL

H95000077 61

H950000077 61

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 02 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director(s) of this corporation :

RAFAEL TEIXEIRA MONTEIRO- PRESIDENT
MARCELO SALGUEIRO MEDEIROS- VICE-PRESIDENT

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

B & L BUSINESS LEGAL
141 NE 3rd AVE S.206
MIAMI FL 33132

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.


ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13 day of JULY of 19 95



Incorporator

H950000077 61

H95000077 61

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county aforesaid, personally appeared **B & L BUSINESS LEGAL**

known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 13th day of JULY , 19 95 .

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



H95000077 61

H950000077 61


CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That CAST MARKETING & COMMUNICATION CORP. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed B & L BUSINESS LEGAL, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of CAST MARKETING & COMMUNICATION CORP. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 13th day of JULY, 19 95.



Registered Agent

FILED
95 JUL 13 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H950000077 61