

P95000013455

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 33136-0000
CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770

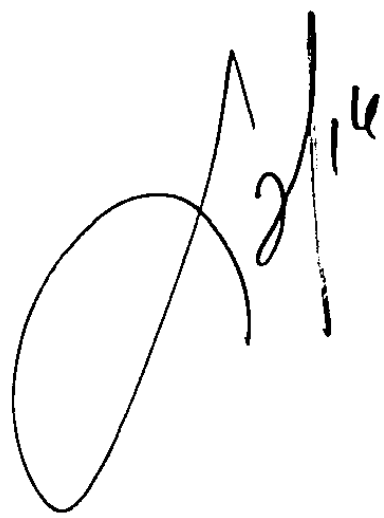
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: COMPLEX FLORIDA COORPORATION
FAX AUDIT NUMBER: H95000001845
DATE REQUESTED: 02/14/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
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FEB 17 AM 7:55



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02/15/95~~

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FEB 15 PM 3:53



FLORIDA DEPARTMENT OF STATE

Sandra D. Mortham
Secretary of State

February 15, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: COMPLEX FLORIDA CORPORATION
REF: W9500003484

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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If you have any questions concerning the filing of your document, please call (904) 487-5934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000001845
Letter Number: 895A00005774

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

49500000845

ARTICLE OF INCORPORATION OF

B & L Business
141 NE 3rd Ave. #201
Miami, FL 33132
(305) 373-6211
Elyane Bechtlinger

ARTICLE I - NAME

The name of this corporation is:

3 X FLORIDA CORPORATION

with the principal place of business located at: 7388 NW 8th ST

MIAMI FL 33126 ✓

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SEP 16 PM 3:55

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) per 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:

7388 NW 8th ST
MIAMI FL 33126 ✓

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

APARECIDO D. DA SILVA ✓

495000001845

479500000184

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have 03 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 :

- APARECIDO D. DA SILVA - PRESIDENT
- WALTER HENRIQUE GUARIGLIO - SECRETARY
- RUFINO FERREIRA PINTO FILHO - VICE_PRESIDENT/TREASURER ✓

ARTICLE VII - INCORPORATOR

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

APARECIDO D. DA SILVA
16909 N BAY RD # 211
NORTH MIAMI BEACH - FL - 33160

ARTICLE VIII - INDEMNIFICATION

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

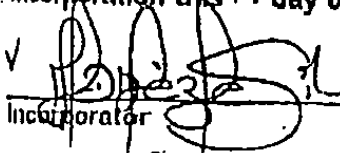
ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

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 14 day of February of 1995

✓ 
 Incorporator

#19500000184

495000001845

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared APARECIDO D. DA SILVA

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 4th day of February , 1995 .



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



495000001845

479500001845

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

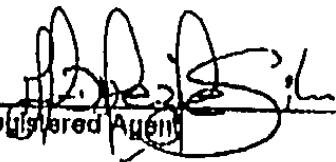
WITNESSETH:

That J X FLORIDA CORPORATION 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 APARECIDO D. DA SILVA, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of

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 14th day of February, 1995.



Registered Agent

TALLAHASSEE, FLORIDA

95 FEB 16 PM 3:53

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FEB-27-1995 13142 FROM EMPIRE

TO

DIV CORP ELT F1 P.02

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4:27 PM

PUBLIC ACCESS SYSTEM

(((H95000002248))) ELECTRONIC FILING COVER SHEET
 TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
 DEPARTMENT OF STATE 1492 W FLAGLER ST
 STATE OF FLORIDA SUITE 200
 409 EAST GAINES STREET MIAMI FL 33135- 9-0000
 TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
 PHONE: (305) 541-3694
 FAX: (904) 922-4000 FAX: (305) 541-3770

(((H95000002248))) DOCUMENT TYPE: BASIC AMENDMENT
 NAME: 3 X FLORIDA CORPORATION

FAX AUDIT NUMBER: H95000002248 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 02/24/1995 TIME REQUESTED: 10:27:10
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$87.50 ACCOUNT NUMBER: 072450003265

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RECEIVED
 95 FEB 27 PM 1:53

RECEIVED
 95 FEB 27 PM 3:59
 TALLAHASSEE, FLORIDA

FEB-27-1995 1314Z FROM EMPIME

TO

DIV CORP ELT FI P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortimer
Secretary of State

February 27, 1995

3 X FLORIDA CORPORATION
7388 N.W. 8TH ST.
MIAMI, FL 33126

SUBJECT: 3 X FLORIDA CORPORATION
REF: P95000013455

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If you have any questions concerning the filing of your document, please call (904) 487-6908.

Tawana McClellan
Corporate Specialist

FAX Aud. #: H95000002248
Letter Number: 195A00008617

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

#450000248

TO
ARTICLES OF INCORPORATION
OF

55 FEB 27 PM 3:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3 X FLORIDA CORPORATION

(present name)

Pursuant to the provisions of section 607.1006, Florida Statute, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

FORMER NAME: 3 X FLORIDA CORPORATION

FROM NOW ON:

TALENT BUSINESS FLORIDA CORPORATION

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 2/22/95

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____ (voting group)

#450000248

Prepared by:
B & L Business Legal Svc.
141 N.E. 3rd Avenue + 2000
Miami, FL 33132
(305) 373-6211

(continued)

H95000002248

Signed this 22nd day of February, 19, 95.

3X FLORIDA CORPORATION
(Corporation Name)

By 
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A Director or Incorporator if adopted by the directors or incorporators)

APARECIDO D. DA SILVA
(Typed or printed name)

PRESIDENT
(Title)

H95000002248