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Division of Corporations

Fax Number : (850)617-6383

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL

Account Number : 110432003053

Phone : (561)694-8107 Fax Number

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# FLORIDA LIMITED LIABILITY CO.

Brazil Business, LLC

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# ARTICLES OF ORGANIZATION

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# Article I. Name

The name of this Florida limited liability company is: Brazil Business, LLC

# Article II. Address

The street and mailing address of the Company's initial principal office is:
Brazil Business, LLC
7700 N. Kendall Drive
Suite 606
Miami FL 33156 USA

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Piquet Law Firm, P.A. 801 Brickell Ave Ste 900 Miami FL 33131 305-350-5647

### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

# Article VI. Management

This will be a member-managed company. The name and address of each member is:

Benito Porcaro Ribeiro 7700 N. Kendall Drive Suite 606 Miami FL 33156 Paulo Cesar Alkimim Lopes de Oliveira 7700 N. Kendall Drive Suite 606 Miami FL 33156 Gustavo Cesar Alkimim Lopes de Oliveira 7700 N. Kendall Drive Suite 606 Miami FL 33156

# Article VII. Company Existence

The Company's existence shall begin effective as of January 13, 2011.

The undersigned authorized representative of a member executed these Articles of Organization on 1/14/2011.

PIQUET LAW FIRM, P.A. by Veronica Pacz as attorney in-fact

Piquet Law Firm, P.A. 801 Brickell Ave Ste 900 Miami FL 33131 305-350-5647

# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Brazil Business, LLC

# REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 **UNITED STATES** 

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC. Veronica Pacz, Special Scoretary

Date: January 13, 2011.

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