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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

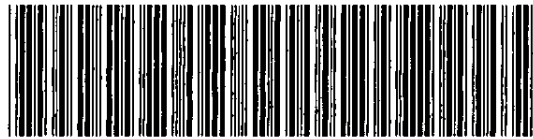
(Business Entity Name)

(Document Number)

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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07/07/08--01047--022 **78.75

Effective Date

08-08-08

08 AUG 15 AM 8:17

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Melnight AUG 20 2008

W08-34308

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W08000032553

B. McKnight

W08-34

June, 24, 2008

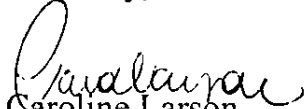
Dept of State
Division of Corporations
P.O BOX 6327
Tallahassee, FL 32314

Dear Sir/Madam:

I enclosed original of the proposed of the Amendment of the Articles of Incorporation of BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC.

Please file this Amendment to Articles of Incorporation. A money order in the amount of \$ 43.75 payable to your office, for a total filing and processing fees is included. This amount includes \$35.00 for the filing of the Articles of Incorporation and \$ 8.75 for the Certificate of Status.

Sincerely,


Caroline Larson
Accountant

407-370-3684

**Wants
Corp**



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 9, 2008

CAROLINE LARSON
8818 COMMODITY CIRCLE, SUITE 40
ORLANDO, FL 32819

SUBJECT: BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY,
INC.
Ref. Number: W08000032553

We have received your document for BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We can find no record of the entity named in your document. If this is the correct name, please provide us with the document number, or any other documentation supporting that this entity is registered with the Division of Corporations.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 908A00040444

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2008 JUL 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 21, 2008

CAROLINE LARSON
8818 COMMODITY CIRCLE SUITE 40
ORLANDO, FL 32819

SUBJECT: BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC
Ref. Number: W08000034308

We have received your document for BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 008A00042362



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 4, 2008

CAROLINE LARSON
8818 COMMODITY CIRCLE SUITE 40
ORLANDO, FL 32819

SUBJECT: BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC
Ref. Number: W08000034308

We have received your document for BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please refer to article 3-Commencement of Existence.,

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 008A00042362

Articles of Incorporation

of

BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC (Non-profit Corporation)

The undersigned, being of legal age, and competent contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, do hereby state the articles of Incorporation of Association of BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC.. In their entirety, and adopt the following Articles of Incorporation, and agree and certify the following:

Effective Date

08-08-08

■ ARTICLE 1 – NAME

The name of the corporation is **BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC**

■ ARTICLE 2 – ADDRESS

The principal place of activity of this corporation shall be:

**8818 Commodity Circle Suite 40
Orlando – Florida 32819**

The mailing address of this corporation shall be:

**8818 Commodity Circle Suite 40
Orlando – Florida 32819**

and the Board of Directors may from time to time move the principal office to any other address in Florida, and notify the Secretary of State.

■ ARTICLE 3 – COMMENCEMENT OF EXISTENCE

The date for commencement of the Corporation's existence shall be August 08, 2008. This Corporation shall commence corporate existence on the filing of these articles of incorporation.

■ ARTICLE 4– TERM OF EXISTENCE

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AND
FILED
08 AUG 15 AM 8:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Corporation shall have perpetual existence unless sooner dissolved according to law.

■ ARTICLE 5 – NATURE OF THE CORPORATION

The Corporation is a non-profit corporation. Upon the dissolution, all of the assets of the Corporation shall be distributed to the State of Florida or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) for one or more of the purposes that corporations are exempt under the Florida franchise tax.

■ ARTICLE 6 – GENERAL PURPOSE

The Corporation is organized exclusively for charitable, educational, scientific, purposes including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section (s) of any future federal tax code.

It is the general purpose of this Corporation to all persons regardless of race creed or color where ever possible and specifically in all areas, providing assistance in as many areas as possible, with social and welfare needs of the local, national or international community. Monthly meeting with the doctors executed in different Locations every month.

■ ARTICLE 7 – SPECIFIC PURPOSES

The specific purposes of **BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC**

1. Fellowship and Knowledge;
2. Share knowledge through implementation of various methods including, but not limited to, the advocating of scientific knowledge, charity and social assistance, distribution of literature, and any other means of propagating our message through respectful channels;
3. Establish Meetings centers through allocated resources to expand and enhance the our vision;
4. To act with charitable concern for all people in need, regardless of race, social position;
5. Promote domestic an international exchange programs between doctors, leadership, community groups, and people to seek to encourage a better understanding;
6. Challenge our board, supporters, members;
7. To engage in charity and social assistance activities.

■ ARTICLE 8 – POWERS

Unless otherwise provided in these Articles, the Corporation shall have all of the powers provided in the law. Moreover, the corporation shall have all the implied powers necessary and proper to carry out its express power. The corporation shall have no powers to take any action prohibited by the law.

■ ARTICLE 9 – LIMITS OF POWERS

The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Internal Revenue Code Section 501 (c) (3), and related regulations, rulings and procedures. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving tax-deductible charitable contributions under Internal Revenue Code Section 170 (C) (2) and related regulations, ruling, and procedures. Regardless of any other provision in these Articles of Incorporation or State law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manner that are not in furtherance of one or more exempt, purposes as set forth and defined by the Internal Revenue Code an related regulations, rulings, and procedures, except to an insubstantial degree;
2. Serve a private interest other than one that is clearly incidental to an overriding public interest;
3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Internal Revenue Code and related regulations, rulings and procedures;
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities;
5. Have objectives that characterize it as an action or organization as defined by the Internal Revenue Code and related regulations, rulings and procedures;
6. Distribute its assets on dissolution other for one or more exempt purposes. On dissolution, the Corporation's assets shall be distributed to the State Government for a public purpose, or to an organization exempt from taxes under Internal Revenue Code Section 501 (c) (3) to be used to accomplish the general purpose for which the Corporation was organized;
7. Permit any part of the net earning of the Corporation to insure the benefit of any member of the Corporation or any private individual;
8. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary, exempt purposes.

■ ARTICLE 10 – NO PROFITS OR DIVIDENDS

No part of the net earnings of **BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC**, shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in the furtherance of the purposes set forth in the clause hereof.

■ ARTICLE 11 – BOARD OF DIRECTORS

The affairs of **BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC**, both spiritual and secular shall be conducted by the Board of Directors which shall consist of 3 (three) members. The Directors themselves must possess the qualification of leaders as set forth in the relevant teaching and they shall have the duties as set therein. Directors, once in office, shall serve as long as they remain members of the society unless sooner removed as set forth herein.

The directors shall appoint such other persons as may be necessary to properly minister to the membership and carry out the purposes for which the Society is organized. Person so appointed shall have the duties set forth by the Society and subject to the provision of Section 741.07, Florida Statutes, and to any rules which may be adopted by Directors of the society. Once appointed they shall serve so long as they remain members of the Society, unless sooner removed as set forth herein.

The board of Directors shall be responsible for the maintenance discipline within the membership as well as for the maintenance of membership standards. If the Board of Directors, after due examination of all facts and circumstances, decide that a member no longer fulfills the requirements for membership, the member shall be notified and their membership terminated.

The board of Directors will make an effort to act unanimously. However, all actions of the Board shall be with the concurrence of at least 2/3rds of the Directors, unless otherwise stated. If any decisions which cannot be successfully resolved at a meeting of the Board of Directors, the matter will be considered and final decision made by the President of the Society.

ARTICLE 12 – MANNER IN WHICH DIRECTORS ARE ELECTED OR APPOINTED – section 617.0202(d)

The directors will be elected by vote.

■ ARTICLE 13 – INITIAL REGISTERED OFFICE AND AGENT

The name of its initial registered agent is:

Caroline Larson

And the street address of the initial registered office of this Corporation is:

**8818 Commodity Cir Ste 40
Orlando, Florida, 32819 US**

■ ARTICLE 14 – CORPORATE OFFICERS

The number and the names of the Corporate Officers shall be fixed by the Board of Directors of the Corporation. The names and addresses of the persons who are to serve as initial Corporate Officers are:

President:

Edison Dias Teixeira
10187 Pointview Ct
Orlando – Florida, 32836 US

Vice-President:

Maria Helena Braga
10187 Pointview Ct
Orlando – Florida, 32836 US

Treasurer:

Vera Maria Pietruza
10139 Brandon Circle
Orlando - Florida, 32836 US

Secretary 1:

Elias Antonio Da Silva
10139 Brandon Circle
Orlando – Florida, 32836 US

Secretary 2:

Luiz Valladares
1207 Stone Harbour Rd.
Winter Spring – Florida 32708 US

■ ARTICLE 15 – BOARD OF DIRECTORS

The names and addresses of the persons who are to serve as the members of the Board Directors are:

President:

Edison Dias Teixeira
10187 Pointview Ct
Orlando – Florida, 32836 US

Vice-President:

Maria Helena Braga

10187 Pointview Ct
Orlando – Florida, 32836 US

Treasurer:

Vera Maria Pietruza
10139 Brandon Circle
Orlando - Florida, 32836 US

Secretary 1:

Elias Antonio Da Silva
10139 Brandon Circle
Orlando – Florida, 32836 US

Secretary 2:

Luiz Valladares
1207 Stone Harbour Rd.
Winter Spring – Florida 32708 US

■ ARTICLE 16 – LIABILITY

A director is not liable to the Corporation or members for monetary damages for an actor omission in direct capacity as director except to the exempt otherwise provided by a Statute of the State of Florida.

■ ARTICLE 17 – INDEMNIFICATION

The Corporation may indemnify a person who is or was threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the Corporation as provided by the provisions in the Act governing indemnification. The Board of Directors shall have the power to define the requirements and limitations for the Corporation to indemnify directors, officers, members or other related to the Corporation.

■ ARTICLE 18 – REFERENCES

All references in these Articles of Incorporation to Statutes Regulations or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

■ ARTICLE 19 – BY LAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the Board of Directors of this Corporation.

■ ARTICLE 20 – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

■ ARTICLE 21 – INCORPORATOR

The name and address of the person signing these Articles of Incorporation and serving as the incorporator is:

President:

Edison Dias Teixeira
10187 Pointview Ct
Orlando – Florida, 32836 US

■ ARTICLE 22- DISSOLUTION

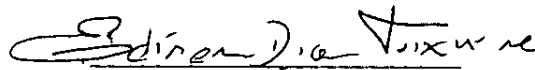
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the organization is then located, 3269 VILLA STRADA WAY exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

■ ARTICLE 23- TAX-EXEMPT STATUS FOR EDUCATIONAL ASSOCIATIONS

This corporation shall not directly or indirectly perform any act or transact any business that will jeopardize the tax exempt status of the Corporation under the section 501 (c) (3) of the Internal Revenue Code and its regulations, as such section and regulations now exist or may hereafter be amended, or under corresponding laws and regulations hereafter adopted. No part of the assets or the net earnings of the corporation, current of accumulated, shall inure to the benefit of any private individual.

In Witness Whereof,

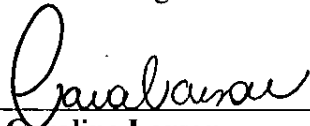
The undersigned incorporators executed these Articles of Incorporation, this 08th day of August of 2008.


Edison Dias Teixeira
President

Acceptante by
REGISTERED AGENT

Caroline Larson who has been a bona fide resident of Florida, hereby accepts his appointment as Registered Agent of **BRAZILIAN SOCIETY OF COSMETIC MEDICINE & SURGERY, INC.**, to accept and acknowledge service of, and upon whom may be served, all necessary process or processes in any action, suit or proceeding that may be had or brought against this Corporation in any of the courts of Florida, and affirms that his office at the address set forth in the foregoing Articles shall serve as the registered office of the Corporation.

Orlando, Florida on August 8th of 2008.



Caroline Larson

APPROVED
AND
FILED

08 AUG 15 AM 8:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA