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FLORIDA PROFIT/NON PROFIT CORPORATION
CASA DE CULTURA BRAZIL USA INC

Certificate of Status	1
Certified Copy	0
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Articles of Incorporation

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: **CASA DE CULTURA BRAZIL USA INC**

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

**1660 W. Hillsboro Blvd
Deerfield Beach, FL 33442**

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Said corporation is organized exclusively for charitable, religious, educational, and 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 of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

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ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Section IV.01 Election and Tenure: The initial Board of Directors shall be appointed by the incorporator and thereafter shall be elected by the Board of Directors at a regular meeting of the Board of Directors to be held at the principle office of the Casa De Cultura Brazil USA Inc, or such other place as may be fixed by the Board of Directors who are elected shall serve for the term of (1) one year, or until his or her successor is elected and qualifies, subject, however to the removal of any Director as allowed by applicable law or the Casa De Cultura Brazil USA Inc's laws.

Section IV.02 Election Nominating Committee: A Nominating Committee shall prepare a slate containing nominees for each board position and shall determine the eligibility and willingness of each nominee to stand for election. Candidates for Board positions may also be nominated by petition process established by the Nominating Committee or the Board of Directors.

Section IV.03 Discrimination during Elections: Discriminations in election and nominating procedures on the basis of race, color, creed, gender, age, material status, national origin, religion, physical or mental disability, or unlawful purpose is prohibited.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The business of this corporation shall be conducted by a Board of Directors, which shall consist of not less than Three (3) or no more than seven (7), and the following Initial Directors are:

<u>Name and Title</u>	<u>Address</u>
Maria Fatima Giovanini Junho President / Director	3000 NW 5 th Terrace Suite 130 Pompano Beach, FL 33064
Rosemary Dube Vice-Pres. / Treasurer Director	3000 NW 5 th Terrace Suite 130 Pompano Beach, FL 33064
Vanuza Silva Ramos Secretary / Director	3000 NW 5 th Terrace Suite 130 Pompano Beach, FL 33064

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ARTICLE VI DISTRIBUTION OF ASSETS UPON DISSOLUTION IS:

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, 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 VII CAPITAL STOCK

This corporation is authorized to operate without stock as per the laws of Florida.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

TAXPLACE
1660 W. Hillsboro Blvd
Deerfield Beach, FL 33442

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is:

Luci Miranda
1660 W. Hillsboro Blvd
Deerfield Beach, FL 33442

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

<i>Signature/Registered Agent</i>	5/21/2010 Date
<i>Signature/Incorporator</i>	5/21/2010 Date