

Division of Corporations

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P000000036329

Florida Department of State
Division of Corporations
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From:
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Account Number : 075350000406
Phone : (305) 443-1872
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FLORIDA PROFIT CORPORATION OR P.A.
CONSELHEIROS.COM, CORPORATION

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 10, 2000

RITA SALCINES

SUBJECT: CONSELHEIROS.COM, CORPORATION
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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
CONSELHEIROS.COM, CORPORATION

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE:

The name of this corporation is: **CONSELHEIROS.COM, CORPORATION**

ARTICLE TWO:

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE THREE:

The aggregate number of shares which this corporation shall have authority to issue is **ONE HUNDRED (100)** shares of common stock, **ONE (\$1.00) DOLLAR** par value, shall be designated as "Common Shares".

ARTICLE FOUR:

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE FIVE:

The street address of the initial principal office of this corporation is:

**1943 TYLER STREET
HOLLYWOOD, FLORIDA 33020**

and the name and address of the Registered Agent of this corporation is:

**PAULO SERGIO ROSA
2000 ISLAND BLVD. - #304
AVENTURA, FL 33160**

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ARTICLE SIX:

This corporation shall have two (2) directors to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

**ANDRE BEER, PRESIDENT
1943 TYLER STREET
HOLLYWOOD, FLORIDA 33020**

**PAULO SERGIO ROSA, SECRETARY/TREASURER
2000 ISLAND BLVD. - #304
AVENTURA, FL 33160**

This document prepared by Rita Salcines (305) 443-1872
2827 SW 18 Street, Miami, Florida 33145

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ARTICLE SEVEN:

The names and addresses of the Incorporators of this corporation, who are the persons signing these Articles are:

ANDRE BEER, PRESIDENT
1943 TYLER STREET
HOLLYWOOD, FLORIDA 33020

PAULO SERGIO ROSA, SECRETARY/TREASURER
2000 ISLAND BLVD. - #304
AVENTURA, FL 33160

ARTICLE EIGHT:

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

NOW THEREFORE, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of April, 2000.



ANDRE BEER, PRESIDENT



PAULO SERGIO ROSA, INCORPORATOR

STATE OF FLORIDA)
COUNTY OF DADE) ^{SS}

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared ANDRE BEER and PAULO SERGIO ROSA to me well known to be the persons described as the Incorporators in and who, in my presence, executed the foregoing Articles of Incorporation, and who acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County above this 10th day of April, 2000.



Notary Public - State of Florida

My Commission Expires:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is: **CONSELHEIROS.COM, CORPORATION**

2. The name and address of the registered agent and office is:

**PAULO SERGIO ROSA
2000 ISLAND BLVD. - #304
AVENTURA, FL 33160**

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:


PAULO SERGIO ROSA

Date:

April 10th, 2000

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