

OFFICE USE ONLY (Document #)

# LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LAMBDA BRASIL CORP.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)



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Certificate of Status

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| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION          |                     |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign             |
| <input type="checkbox"/>            | Limited Partnership |
| <input type="checkbox"/>            | Reinstatement       |
| <input type="checkbox"/>            | Trademark           |
| <input type="checkbox"/>            | Other               |

TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE

00 JUL 21 AM 10:52

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Examiner's Initials

# **ARTICLES OF INCORPORATION**

## ***LAMBDA BRASIL CORP.***

### **ARTICLE 1**

The name of this corporation shall be:  
**LAMBDA BRASIL CORP.**

With the principal place of business located at:  
168 S.E. 1<sup>ST</sup>. Suite 1103  
Miami, Florida, US 33131

### **ARTICLE II**

#### **GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida..

### **ARTICLE III**

#### **CAPITAL STOCK**

This Corporation is authorized to issue 1.000 shares of Common Stock, par value \$1.00 (one U.S. dollar) per share.

### **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.

**FILED**  
00 JUL 21 PM 12:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE V  
INITIAL REGISTERED OFFICE**

The street address of the registered office of this Corporation is:  
168 S.E. 1<sup>st</sup>. suite 1103  
Miami, Fl 33131

The Name of the initial REGISTERED AGENT of this Corporation is:  
**TANIA CASCAIS**


**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

This Corporation shall have 2(two) Directors initially, the number of Directors may be either increased or diminished from time to time according to the bylaws, but shall never be less than one(1). The initial Directors of this Corporation are:

|                    |   |
|--------------------|---|
| President -        | <b>Clovis Alfredo Carvalho Casemiro</b> |
| Vice - President - | <b>Andre Pena Nunes</b>                 |
| Secretary -        | <b>Decio Pessoa Sales Filho</b>         |

**ARTICLE VII  
INCORPORATOR**

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

  
Andre Pena Nunes  
15957 S.W. 7<sup>th</sup> Ave.  
Pembroke Pines, Florida 33031

**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**

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 President and the shareholders of this Corporation.

**ARTICLE X  
BY LAWS**

The power to adapt, alter, amend or repeal by-laws shall be vested on the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporators has executed these Articles of Incorporation this 15<sup>th</sup> day of July, 2000.

A handwritten signature in black ink, appearing to read 'Andre Pena Nunes', written over a horizontal line.

Andre Pena Nunes  
15957 S.W. 7<sup>th</sup> Ave.  
Pembroke Pines, Florida 33031

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

**WITNESSETH:**

**THAT LIGHT & BRIGHT CORP.  
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:**

**TANIA CASCAIS  
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.**

**ACKNOWLEDGMENT:**

**HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:  
LAMBDA BRASIL CORP.**

**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 15<sup>TH</sup> Day of July, 2000.**

  
**Registered Agent**

**FILED**  
**00 JUL 21 PM 12:23**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**