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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.**

**SCAN TO BUY, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

SCAN TO BUY, INC.

WE, the undersigned, hereby associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, Chapter 607, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State these Articles of Incorporation; and to that end we do, by these Articles set forth;

ARTICLE ONE-NAME

The name of this corporation is SCAN TO BUY, INC.

ARTICLE TWO-DURATION

The corporation shall have a perpetual existence.

ARTICLE THREE-PURPOSE

The purpose of this corporation is to engage in any activity or business allowed and permitted to be done by corporations under the statutes of the State of Florida. The corporation shall transact and carry on any business hereinafter mentioned, and all

Prepared By:

Fred Hochsztein, Esq.  
FRED HOCHSZTEIN, P.A.  
1940 Harrison Street, Suite 300  
Hollywood, Florida 33020  
(954) 922-4679

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other lawful business not herein delineated, as the need arises, as fully and to the same extent as natural persons might or could do.

#### ARTICLE FOUR-CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of single class and shall have a par value of \$0.01 per share. All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

#### ARTICLE FIVE- SUBSCRIBERS

The street address of the initial principal office of the corporation is 1940 Harrison Street, Suite 300, Hollywood, Florida 33020. The Registered Agent shall be Fred Hochsztein, Esquire whose address is 1940 Harrison Street, Suite 300, Hollywood, Florida 33020.

#### ARTICLE SIX - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2). The number of directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial director of the corporation is as follows:

Mauro Souza-Filho 9300 S. Dadeland Blvd., Miami, Florida 33156

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Liliane Rique Souza-Filho 9300 S. Dadeland Blvd., Miami,  
Florida 33156

ARTICLE SEVEN - INCORPORATORS

The name and address of each incorporator is as follows:

Fred Hochsztein, Esq. 1940 Harrison Street, Suite 300  
Miami, Florida 33020

ARTICLE EIGHT - INITIAL OFFICERS

Mauro Souza-Filho President  
Liliane Souza-Filho Treasurer  
Liliane Souza-Filho Secretary

ARTICLE NINE - AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 15 day of September 2000.

  
Fred Hochsztein, Incorporator

STATE OF FLORIDA )  
 ) SS:  
COUNTY OF BROWARD )

BEFORE ME, personally appeared FRED HOCHSZTEIN, well known to me to be the person described herein and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

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WITNESS my hand and official seal this 15<sup>th</sup> day of September  
2000.

My Commission Expires:

Patricia L. Wolph  
NOTARY PUBLIC, STATE OF FLORIDA  
Patricia L. Wolph  
My Commission CC802875  
Expires January 19, 2003

**CERTIFICATE OF DESIGNATION PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

That SCAN TO BUY, INC., desiring to organize under the laws of  
the State of Florida, with its principal office, as indicated in  
the Articles of Incorporation at the City of Hollywood, County of  
Broward, and the State of Florida, has named, FRED HOCHSZTEIN,  
ESQ., 1940 Harrison Street, Suite 300, Hollywood, Florida 33020 as  
its agent to accept service of process within its State.

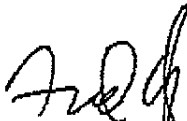
Fred  
INCORPORATOR  
DATED: September 15, 2000

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## ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said office.



RESIDENT AGENT

DATED: September 15, 2000

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