

P01000006987

**Bruno Barreiro, Sr.**

1454 SW 1 Street  
Suite 120  
Miami, Florida 33135  
(305) 642-2228

FILED  
01 JAN 17 AM 7:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 16, 2001

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Via Federal Express

**Re: Articles of Incorporation  
Barreiro Group, Inc.**

Gentlemen:

Enclosed are two (2) executed copies of Articles of Incorporation of Barreiro Group, Inc., along with a check in the amount of \$78.75. Please return the certified copy in the enclosed Federal Express envelope to the undersigned.

If there are any questions, please call.

Very truly yours,

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-01/18/01--01014--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75



Bruno Barreiro, Sr.

BB/zab  
Enclosures

1-19-01  
MC

**ARTICLES OF INCORPORATION**

**OF**

**BARREIRO GROUP, INC.**

FILED  
01 JAN 17 AM 7:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is BARREIRO GROUP, INC. and its address is 1454 SW 1 Street, Suite 120, Miami, Florida 33135.

**ARTICLE II**

**DURATION**

The duration of the corporation is perpetual.

**ARTICLE III**

**PURPOSE**

The general purpose for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 1454 SW 1 Street, Suite 120, Miami, Florida 33135 and the name of its initial registered agent at such address is Bruno Barreiro, Sr.

**ARTICLE VI**

**DIRECTORS**

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Bruno Barreiro, Sr.  
1454 SW 1 Street  
Suite 120  
Miami, Florida 33135

**ARTICLE VII**

**INCORPORATOR**

The name and address of the incorporator is:

Bruno Barreiro, Sr.  
1454 SW 1 Street  
Suite 120  
Miami, Florida 33135

**ARTICLE VIII**

**INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of

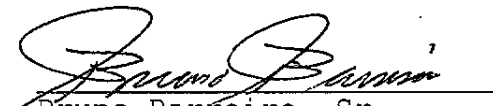
any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 16<sup>th</sup> day of January, 2001.

  
Bruno Barreiro, Sr.

**Acknowledgment of Appointment by Registered Agent**

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

  
Bruno Barreiro, Sr.  
Registered Agent