#### AZARUS CORPORATE FILING SERVICE (Requestor's Name) 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 ][ (City, State, Zip) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Rick up time Certified Copy Will wait Certificate of Status Mail out Photocopy NEW FILINGS AMENUMENTS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawai Domestication Merger Other 800004288558 REGISTRATION/ OTHER FILIGS QUALIFICATION Annual Report **Foreign** Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

Other

Examiner's Initials



## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 23, 2001

LAZARUS CORPORATE FILING SERVICE 3320 SW 87 AVENUE MIAMI, FL

SUBJECT: JBAM INTERNATIONAL CORP.

Ref. Number: W01000011699

We have received your document for JBAM INTERNATIONAL CORP. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct Article VI. The number of directors stated is inconsistant.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Smith
Doctiment Specialist
New Filings Section

Letter Number: 301A00031535

# ARTICLES OF INCORPORATION JBAM INTERNATIONAL CORP.

#### ARTICLE I

The name of this corporation shall be: JBAM INTERNATIONAL CORP.

With the principal place of business located at: 839 S.E. 8<sup>TH</sup> Av.
Palm Plaza
Deerfield Beach, Florida 33441



#### 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.

## ARTICLE V INITIAL REGISTERED OFFICE

The street address of the registered office of this Corporation is: 839 S.E. 8<sup>TH</sup> Av.
Palm Plaza
Deerfield Beach, Florida 33441

The Name of the initial REGISTERED AGENT of this Corporation is: T & D WINNERS CORP.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have (3) 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 -

Aldacir Medeiros Junior

Vice - President -

Olga Fraga Souza

Secretary -

Jose Simoes Jesus Filho

#### ARTICLE VII INCORPORATOR

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

Jose Simoes Jesus Filho

1965 S.E. 5th Court # 301 N.

Pompano Beach, Fl 33060

#### 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 15th of May of 2001.

Jose Simoes Jesus Filho 1965 S.E. 5 Court # 301 N.

Pompano Beach, Fl 33060

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

WITNESSETH:

#### JBAM INTERNATIONAL 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:

#### T & D WINNERS CORP.

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

#### ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF: **JBAM INTERNATIONAL 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 May 2001

Registered Agent

TANIA CASCAIS

T & D WINNERS CORP.