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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Florida Department of State**

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

**EVERLUNCH, CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	04
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

\*\*\*\*\*EVERLUNCH, CORPORATION\*\*\*\*\*

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

145 E. FLAGLER ST. MIAMI-FLORIDA 33131

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 (one hundred) shares \$ 1.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

FABIO ALVAES RUSCHEL  
145 E. Flagler St. Miami Florida 33131

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

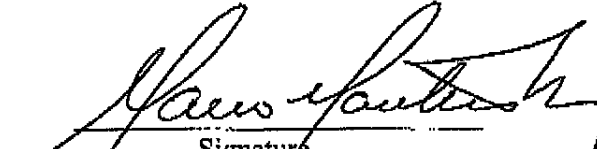
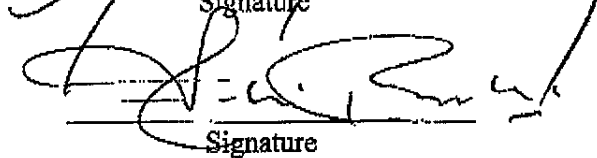
EVERTRADING COMPANY a Florida Corporation, Representative:  
MARIO M. BRAZ 60 %  
BOSA NOVA TOBBACO CAFE CORPORATION, a Florida corporation  
Representative:FABIO ALVAES RUSCHEL 40 %

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is(are):

MARIO M. BRAZ-President-Treasury and Director  
FABIO ALVAES RUSCHEL-Vicepresident-Secretary-Director

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 14 day of June, 2001

  
Signature  
  
Signature

\_\_\_\_\_  
Signature

Articles of Incorporation

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: \*\*\*\*\*EVERLUNCH CORPORATION\*\*\*\*\*

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

FABIO ALVAES RUSCHEL  
(NAME)

145 E. FLAGLER ST. Miami, Florida 33131  
(P.O. BOX NOT ACCEPTABLE)

MIAMI FLORIDA 33131  
(CITY/STATE/ZIP)

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

SIGNATURE

DATE June 14, 2001

REGISTERED AGENT FILING

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