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FLORIDA PROFIT CORPORATION OR P.A.

teikon america corporation

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 6, 2002

EMPIRE

SUBJECT: TEIKON AMERICA CORPORATION
REF: W02000003526

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CERTIFICATE OF INCORPORATION
OF
TEIKON AMERICA CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is TEIKON AMERICA CORPORATION

ARTICLE II

GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 120,000 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By:
Paul Franson
9050 Pines Blvd. Ste 450
Pembroke Pines, FL 33024
(954) 450-9906

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ARTICLE VI

ADDRESS

The initial office address of the principal office of this corporation in the State of Florida is 11870 W State Road 84, #C10, Davie, FL 33325. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have not less than one director; however, the number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors and the initial corporate officer is:

Office	Name	Address
President	Luis Francisco Gerbase	11870 W State Road 84, #C10 Davie, FL 33325
Vice-President	Jose Adil Rigon Albrecht	11870 W State Road 84, #C10 Davie, FL 33325
Treasurer/Secretary	Claudia Vianna	11870 W State Road 84, #C10 Davie, FL 33325

ARTICLE IX

SUBSCRIBER

The name and post office address of the subscriber of these articles of incorporation, the number of shares of stock that he agrees to take and the value of the consideration therefore is:

Name	Address	Shares	Consideration
Teikon Tecnologia Industrial S.A.	Rua Santa Catarina 464 CEP 91030-330 Porto Alegre RS Brasil	100	\$100

ARTICLE X

AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholders' meeting by two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation made.

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

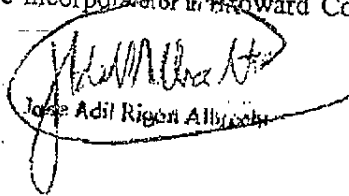
That TEIKON AMERICA CORPORATION, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Davie, the County of Broward, State of Florida, hereby designates Paul Franson, as registered agent, to accept services within the State. The registered office of the corporation shall be: 9050 Pines Blvd., #450, Pembroke Pines, FL 33024.

ARTICLE XII
INCORPORATOR

The name and street address of the incorporator is:

NAME	ADDRESS
Jose Adil Rigon Albrecht	11870 W State Road 84, #C10 Davie, FL 33325

WITNESS the hand and seal of the incorporator in Broward County, State of Florida, this 17 day of January 2002.



Jose Adil Rigon Albrecht

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That TEIKON AMERICA CORPORATION desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Davie, State of Florida, has named Paul Franson, as its Agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Paul Franson

Date: January 17, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED OFFICE/REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501, 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 TEIKON AMERICA CORPORATION
2. The name and address of the registered agent and office is:

Paul Franson
9050 Pines Blvd., #450
Pembroke Pines, FL 33024



Paul Franson

Date: January 17, 2002

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 position as registered agent.



Paul Franson

Date: January 17, 2002

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