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Division of Corporations

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Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**COMINT INTERNATIONAL, INC.**

Certificate of Status	0
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Page Count	05
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**ARTICLES OF INCORPORATION**  
**OF**

**COMINT INTERNATIONAL, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I**  
**NAME**

The name of this corporation shall be:

**COMINT INTERNATIONAL, INC.**

**ARTICLE II**  
**DURATION**

This company shall have perpetual existence.

**ARTICLE III**  
**PURPOSE**

The general nature of the business to be transacted by this corporation shall be: Any activity or lawful business under the Laws of the State of Florida and the Laws of the United States of America.

**ARTICLE IV**  
**VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE V**  
**CAPITAL STOCK**

This corporation shall have 1000 common shares of stock with \$1.00 par value.

**ARTICLE VI**  
**DESIGNATION OF SERIES**

Preferred shares may be issued from time to time in series. All preferred shares shall be equal rank and identical, except in respect to the particulars that may be fixed by the

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Board of Directors herein. The Board of Directors is authorized and required to fix, in the manner and to the full extent provided and permitted by law, all provisions of the shares of each series set forth below:

1. The distinctive designation of all series and the number of shares which constitute such series;
2. The annual rate of dividends payable on the shares of all series and the time and manner of payment;
3. The redemption price or prices, if any, for the shares of each, any or all series;
4. The obligation, if any of the corporation to maintain a sinking fund for the periodic redemption of shares of any series and to apply the sinking fund to the redemption of such shares;
5. The rights, if any, of the shareholders of shares of each series to convert such shares into common shares and the terms and conditions of such conversion.

#### **ARTICLE VII** **PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

#### **ARTICLE VIII** **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation shall be: **20630 Biscayne Blvd. Aventura, FL 33180**

The name and address of the initial registered agent of this corporation shall be: **Millennia Consulting Services, Inc. 20630 Biscayne Blvd. Aventura, FL 33180**

#### **ARTICLE IX** **PRINCIPAL PLACE OF BUSINESS**

The street address of the place of business of this corporation shall be: **20630 BISCAYNE BLVD. AVENTURA, FL 33180**

**ARTICLE X**  
**INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address(es) of the initial director(s) of this corporation is /are:

President: **JULIO CEZAR LUDOLF PAIXÃO**

The names and address of the subscribers of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>% SHARES</u>
Julio Cezar Ludolf Paixão	20630 Biscayne Blvd Aventura, FL 33180	100%

**ARTICLE XI**  
**BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XII**  
**INDEMNIFICATION**

The corporation shall indemnify an officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XIII**  
**AMENDMENT**

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

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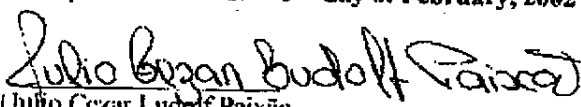
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**ARTICLE XIV**  
**ACKNOWLEDMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
Millennia Consulting Services, Inc.  
Registered Agent

In WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this: 8<sup>th</sup> day of February, 2002

  
Julio Cezar Ludolf Paixão  
Incorporator