

Apr 02 02 04:18p

P. 1

Division of Corporations

Page 1 of 2

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Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**DIVINE INTERNATIONAL CORP.**

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Apr 02 02 04:18p

p.2

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P.02

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ARTICLES OF INCORPORATION

OF

DIVINE INTERNATIONAL CORP.

ARTICLE I

NAME

The name of this corporation shall be:

DIVINE INTERNATIONAL CORP.

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.

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Apr 02 02 04:19p

P-3

Apr-01-02 01:14P

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P.03

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#### 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 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:

*2630 N.E. 203 St. Suite 106 . Aventura, FL 33180*

The name and address of the initial registered agent of this corporation shall be:

*Millennia Consulting Services, Inc. 2630 N.E. 203 St Suite 106 . Aventura, FL 33180*

Apr 02 02 04:19p

P.4

Apr-01-02 01:14P

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P.04

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ARTICLE IX  
PRINCIPAL PLACE OF BUSINESS

The street address of the place of business of this corporation shall be:

9581 Fountaneblue Blvd. # 305  
Miami, FL 33172

ARTICLE X  
INITIAL BOARD OF DIRECTORS

This corporation shall have 3 director initially. The number of directors may either be increased or diminished from time to time be the By-Laws, but shall never be less than one. The name and address(es) of the initial directos(s) of this corporation is /are:

<b>President</b>	Tereza Roberta Fazio
<b>Vice-President</b>	Brunilde Trajano da Cunha Lima
<b>Secretary</b>	Maria Ana Luna

ARTICLE XI  
BY-LAWS

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

Apr 02 02 04:19p

P.5

Apr-01-02 01:14P

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P.05

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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.

ARTICLE XIV  
ACKNOWLEDGMENT 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 such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
Millenia Consulting Services, Inc.  
Registered Agent

Apr 02 02 04:19p

p.6

Apr-01-02 01:14P

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P.06

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In WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this: 27th day of March, 2002.

Tereza Roberta Fazio

Tereza Roberta Fazio  
Incorporator

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