

CORPORATION(S) NAME

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This Instrument Prepared By: Joan A. Keston, Esq. Of Counsel for SANTOS & COMPANY, P.A. 25 SE 2 Avenue, Suite 1235 Miami, Florida 33131 Ph: (305) 371-5252



# ARTICLES OF INCORPORATION OF SUPPLY MED CORP.

The undersigned subscriber to these Articles of Incorporation, the natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

# **ARTICLE I - NAME**

The name of the corporation will be SUPPLY MED CORP.

#### **ARTICLE II - ADDRESS**

The initial address of the principal office and the mailing address of the Corporation is and shall be 25 SE 2 Avenue, Suite 1235, Miami, Florida 33131. The Board of Directors may from time to time move the principal offices to any other address.

#### ARTICLE III - AUTHORIZED SHARES

The Corporation is authorized to issue One Thousand (1000) shares of common stock with a par value of One Dollar (\$1.00). The amount to be paid for each share shall be fixed by the Board of Directors, but in no event shall be less than \$1.00. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution.

# **ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The Registered Agent for the corporation shall be Mauro C. Santos, Esq. of SANTOS & COMPANY, P.A. and the registered office shall be located at 25 SE 2 Avenue, Suite 1235, Miami, Florida 33131, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State.

# **ARTICLE V - DIRECTORS**

This corporation shall have not less than one director as set forth in the By-Laws. The names and street address of the first members of the Board of Directors of this corporation, who, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

NAME:

ADDRESS:

Sr. Carlos Roberto Ranciaro Silva

Alameida dos Tupiniquins, 872

9th Floor

Moema, Sao Paulo, Brazil

Srt. Eliana Alves de Moura

Alameida dos Tupiniquins, 872

9th Floor

Moema, Sao Paulo, Brazil

#### **ARTICLE VI - INCORPORATOR**

The name and address of the incorporator is Mauro C. Santos, Esq., SANTOS & COMPANY, P.A., 25 SE 2 Avenue, Suite 1235, Miami, Florida 33131.

# **ARTICLE VII - PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the United States and of the State of Florida.

#### **ARTICLE VIII - DURATION**

This Corporation shall have a perpetual existence, unless dissolved according to law, commencing on the date of filing.

#### **ARTICLE IX - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided in the By-Laws. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by majority of the stock entitled to vote thereon, unless all the Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

In Witness Whereof, I have hereunto set my hand and seal at Miami-Dade County, Florida this  $\frac{1}{2} \frac{dh}{dt}$  day of April, 2002.

MAURO C. SANTOS, ESQ.

# ACKNOWLEDGMENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept services or 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.

MAURO C. SANTOS, ESQ

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