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02 JUN -4 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CHRONOS TECHNOLOGY USA CORPORATION
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

6/4

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of the corporation shall be **CHRONOS TECHNOLOGY USA CORPORATION.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **1555 N.W. 79th Ave, Miami, FL 33126.**

ARTICLE III - PURPOSE AND DURATION

This corporation is organized for the purpose of transacting any and all lawful business, and shall have perpetual existence commencing at the time of filing of the ARTICLES OF INCORPORATION with the Department of State.

ARTICLE IV - STOCKS

the number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares at \$ 1.00 (one dollar) each par value common stocks.

ARTICLE V - RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

Fabricio Xisto Correia _____	225 Shares
Dinair Cavalcante de Albuquerque _____	225 Shares
Ana Maria Barbosa Moreira Alves _____	50 Shares

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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially.



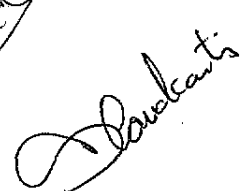
The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than two. The name of the initial directors of this corporation are:

Fabricio Xisto Correia _____	PRESIDENT
Dinair Cavalcante de Albuquerque _____	VICE-PRESIDENT
Ana Maria Barbosa Moreira Alves _____	DIRECTOR

ARTICLE VII - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

Special meetings of the shareholders may be called by the Board of Directors.

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

Handwritten signature

ARTICLE XII - AMENDMENT

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

ARTICLE XIII - RIGHT UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE XIV - INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

Fabricio Xisto Correia
8363 Lake Dr. Aptm # 403
Miami, Florida 33166

Dinair Cavalcante de Albuquerque
8363 Lake Dr. Aptm # 403
Miami, Florida 33166

Ana Maria Barbosa Moreira Alves
8363 Lake Dr. Aptm # 403
Miami, Florida 33166

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Dinair Cavalcante

they undersigned subscriber have executed these Articles of

Incorporation this **29 day of May of 2002.**

Signature Fabricio Correia PRESIDENT
Signature Donna Allman VICE-PRESIDENT
Signature Ana Maria Alves DIRECTOR

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ARTICLE XV - INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation is **Fabricio Xisto Correia.**

The street address of the initial registered agent of this corporation is **8363 Lake Dr. Aptm #403, Miami, FL 33166.**

Having been named to accept service of process for the above stated corporation, at the place designated in this Articles of Incorporation, 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, and I accept the duties and obligations of Section 607.325 of Florida statutes.

Agent Sign Fabricio Correia
Date: May 29th of 2002.

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, an officer duly authorized in the State of
aforesaid and in the County aforesaid, to
take acknowledgments, personally appeared
Fabricio Xisto Correia, Dinair Cavalcante de
Albuquerque and Ana Maria Barbosa Moreira
Alves, to me known to be the persons described
in and who executed the same for the purposes
therein expressed.

WITNESS my hand and official seal in the County
and State last aforesaid on this **29 day**
of May of 2002.

NOTARY PUBLIC
State of Florida at Large


My commission expires:

