

**Electronic Articles of Incorporation
For**

P02000069077
FILED
June 24, 2002
Sec. Of State

BEM BRASILEIRA INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BEM BRASILEIRA INC.

Article II

The principal place of business address:

255 E. FLAGLER ST
101
MIAMI, FL. 33131

The mailing address of the corporation is:

255 E. FLAGLER ST
101
MIAMI, FL. 33131

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

MARCIA V COLON
255 E. FLAGLER ST.
101
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MARCIA V. COLON

Article VI

The name and address of the incorporator is:

DAVID E. COLON
700 NE 63 ST. APT D-205
MIAMI FL 33138

Incorporator Signature: DAVID E. COLON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DAVID E COLON
255 E. FLAGLER ST. SUITE 101
MIAMI, FL. 33131

Title: VP
MARCIA V COLON
255 E. FLAGLER ST. SUITE 101
MIAMI, FL. 33131

Article VIII

The effective date for this corporation shall be:

06/21/2002