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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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02 JUL -8 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. BRAZILIAN TOUR CORP.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<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

Examiner's Initials

OB 7/9

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**ARTICLES OF INCORPORATION**  
**BRAZILIAN TOUR CORP.**

**ARTICLE 1**

The name of this corporation shall be:  
**BRAZILIAN TOUR CORP.**

With the principal place of business located at:  
15957 S.W. 7<sup>TH</sup> STREET  
Penbroke Pines, FL 33027

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida..

**ARTICLE III**  
**CAPITAL STOCK**

This Corporation is authorized to issue 1.000 shares of Common Stock, par value \$1.00 (one U.S. dollar) per share.

**ARTICLE IV**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V  
INITIAL REGISTERED OFFICE**

The street address of the registered office of this Corporation is:  
15957 S.W. 7<sup>TH</sup> STREET  
Penbroke Pines, FL 33027

The Name of the initial REGISTERED AGENT of this Corporation is:  
**ANNELIESE FRANCO**

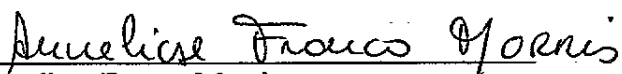
**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

This Corporation shall have 1 (one) Director initially, the number of Directors may be either increased or diminished from time to time according to the bylaws, but shall never be less than one(1). The initial Directors of this Corporation is:

President -	Anneliese Franco Morris
Vice - President -	Anneliese Franco Morris
Secretary -	Anneliese Franco Morris

**ARTICLE VII  
INCORPORATOR**

The name and address of the person signing this article is:

  
Anneliese Franco Morris  
15957 S.W. 7<sup>TH</sup> STREET  
Penbroke Pines, FL 33027

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall indemnify any officer or Director, or any former officer or Director to the full extent permitted by law.

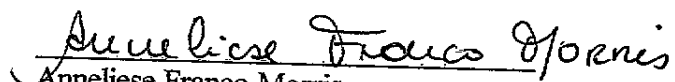
**ARTICLE IX  
MANAGEMENT OF CORPORATION**

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the President and the shareholders of this Corporation.

**ARTICLE X  
BY LAWS**

The power to adapt, alter, amend or repeal by-laws shall be vested on the BOARD OF DIRECTORS and the SHAREHOLDER.

IN WITNESS WHEREOF, The undersigned incorporators has executed these Articles of Incorporation this 12<sup>th</sup> day of June 2002.

  
Anneliese Franco Morris  
15957 S.W. 7<sup>TH</sup> STREET  
Penbroke Pines, FL 33027

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CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

**BRAZILIAN TOUR CORP.**

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA,  
WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE,  
STATE OF FLORIDA HAS APPOINTED:

**ANNELIESE FRANCO**

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:  
**BRAZILIAN TOUR CORP.**

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE  
PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE  
CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO  
COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES.

THIS 11th DAY OF June , 2002

*Anneliese Franco Morris*  
Registered Agent