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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : BECKER AND POLIAKOFF, P.A.
Account Number : 072720000214
Phone : (954)364-6007
Fax Number : (954)985-4138

FILED
2003 JUL -2 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.
BRAZILIAN INTERNATIONAL ART FESTIVAL, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
BRAZILIAN INTERNATIONAL ART FESTIVAL, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

BRAZILIAN INTERNATIONAL ART FESTIVAL, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 850 N. Federal Highway, Pompano Beach, Florida 33062.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this 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 IV
CAPITAL STOCK**

The aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, par value \$0.001 per share.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

Robert Burnett, Esq.
Becker & Poliakoff, P.A.
3111 Stirling Road
Fort Lauderdale, Florida 33312
Florida Bar No. 0117978

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ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Keith Poliakoff, 3111 Stirling Road, Ft. Lauderdale, Florida 33312.

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially.

ARTICLE VIII
INITIAL DIRECTOR

The name and address of the initial Director of this Corporation is Jack Meldung, 850 N. Federal Highway, Pompano Beach, Florida 33062.

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Jack Meldung, 850 N. Federal Highway, Pompano Beach, Florida 33062.

ARTICLE X
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

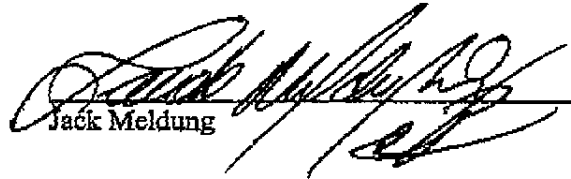
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JUL 1 2003 5:18PM BECKER & POLIAKOF

NO. 990 P. 4/5

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on June 23, 2003.


Jack Meldung

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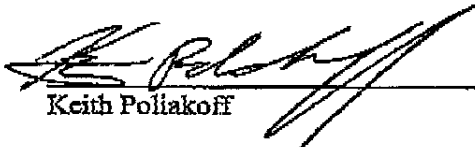
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CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BRAZILIAN INTERNATIONAL ART FESTIVAL, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 850 N. Federal Highway, Pompano Beach, Florida 33062 has named Keith Poliakov, 3111 Stirling Road, Ft. Lauderdale, Florida 33312 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


Keith Poliakov

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