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# ARTICLES OF INCORPORATION<br/>OF04 JAN 16 PH 3: 07SECRETARY OF STATE<br/>Brazilcor, Inc.SECRETARY OF STATE<br/>ALL AHASSEE FLORIDA

THE UNDERSIGNED incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

#### ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Corporation shall be: Brazilcor, Inc. The address of the principal office of this Corporation shall be: 1000 S. Ocean Blvd., #17B, Pompano Beach, FL 33062, and the mailing address of the Corporation shall be the same.

#### ARTICLE II - NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

#### ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

## **ARTICLE V - DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This Corporation shall have two Directors initially. The names and addresses of the initial members of the Board of Directors are:

Paul DeMirza	1000 S. Ocean Blvd., #17B
Director	Pompano Beach, FL 33062
Sinalva DeMirza	1000 S. Ocean Blvd., #17B
Director	Pompano Beach, FL 33062

Articles of Incorporation For Brazilcor, Inc. (Continued)

# **ARTICLE VI - OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

Paul DeMirza President 1000 S. Ocean Blvd., #17B Pompano Beach, FL 33062

Sinalva DeMirza Vice President, Secretary, Treasurer 1000 S. Ocean Blvd., #17B Pompano Beach, FL 33062

## **ARTICLE VII - INCORPORATOR**

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

Paul DeMirza

1000 S. Ocean Blvd., #17B Pompano Beach, FL 33062

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Paul DeMirza Incorporator Articles of Incorporation For Brazilcor, Inc. (Continued)

# **ARTICLE VIII - REGISTERED AGENT AND ACCEPTANCE**

Brazilcor, Inc., first being duly organized as a For-Profit Corporation in the State of Florida, whose principal place of business shall be: 1000 S. Ocean Blvd., #17B, Pompano Beach, FL 33062, hereby appoints Paul DeMirza as its Registered Agent, to accept process of service on its behalf at its principal place of business.

**<u>ACCEPTANCE</u>**: "I accept the appointment as Registered Agent for, and agree to accept process of services on its behalf at the principal place of business. Done on this  $\underline{13}$  day of  $\underline{Amuarin}$ , 2004.

Paul DeMirza, Registered Agent

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