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To: Division of Corporations
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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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FLORIDA PROFIT CORPORATION OR P.A.

MADE IN BRAZIL INC.

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ARTICLES OF INCORPORATION

OF

MADE IN BRAZIL INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: MADE IN BRAZIL, INC.

The principal place of business of this corporation shall be:
17330 N.W. 74 Avenue Unit 102, Miami Lakes, FL

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 Shares of no par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Alexandre Mello 17330 NW 74 Avenue Apt 102
Miami Lakes, FL 33015

ARTICLE VI

And the name of the initial registered agent of this corporation at that address is:

ALEXANDRE Mello 17330 NW 74 Avenue Hialeah, Fl 33015
Sta 102

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (1) Directors initially. The number of Directors may be increased or diminished in such a manner as may be prescribed by the by-laws but shall never have less than one (1) director.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of each member of the initial Board of Directors of this Corporation are:

Name	Address
ALEXANDRE MELLO	17330 NW 74 Ave Apt 102. Miami Lakes, Fl. 33015

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer, and shall reimburse each such person for legal and other expenses provided that no person shall be indemnified against, or reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specially herein provided for.

ARTICLE X - REMOVAL OF DIRECTORS

Any director of the entire Board may be removed with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors, at a special meeting of shareholders, called expressly for that purpose.

ARTICLE XI - INCORPORATORS

The name and address of each subscriber of these Articles of Incorporation are:

ALEXANDRE: Mello 17330 NW 74 Avenue Ste 102
Miami Lakes, Fl. 33015

ARTICLE XII - BY LAWS

The power to adopt, alter, amend, or repeal By Laws shall be vested in the Board of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new By-laws may be adopted by the shareholders, and the shareholders may prescribe in any By-law shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XIII - POWERS

This corporation shall have the power necessary or convenient to effect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by and under the authority of and the business and affairs of this corporation shall be managed under the direction of the Board of Directors,

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been designated as the registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Registered Agent Date

ALEXANDRE MELLO

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ARTICLE XIV - AMENDMENTS

These Articles of Incorporation may be amended in the same manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved by majority vote of the stock entitled to vote thereon.

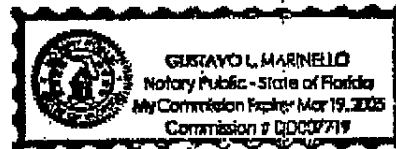
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of July 2004.

ALEXANDRE MELLO

SUBSCRIBER

STATE OF FLORIDA

COUNTY OF DADE SS



Before, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared

ALEXANDRE MELLO WELL KNOWN TO ME

known to me and known by me to be the persons who executed the foregoing article of incorporation, and they acknowledge before me that they have subscribed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 29 day of JULY 2004.