

FROM : BUSINESS CHOICE, INC.
Division of Corporations

FAX NO. (954) 782-1899

P05000093569

Florida Department of State
Division of Corporations
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From: Account Name : BUSINESS CHOICE, INC.
Account Number : I20010000004
Phone : (954)782-1829
Fax Number : (954)782-1899

FLORIDA PROFTT CORPORATION OR P.A.

AMERICAN GRANITE, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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05 JUN 30 AM 9:59

**ARTICLES OF INCORPORATION
of
AMERICAN GRANITE, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporator(s) of a corporation for profit in compliance with Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is **AMERICAN GRANITE, INC.**

W. J. Robles

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

2216 N. Cypress Bend Dr. - Bldg 14 - # 507
Pompano Beach, FL 33069

W. J.

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is ONE THOUSAND FIVE HUNDRED (1,500) shares of common stock having \$1.00 (ONE DOLLAR) par value per share

**ARTICLE IV
CAPITAL STOCK**

The capital stock of this Corporation may be issued pursuant to a plan under Section 1244, Internal Revenue Code of 1954, as amended by the Small Business Tax Provision of 1958. All of the stocks and securities in lieu of cash or at a just valuation to be determined by the Board of Directors of this Corporation.

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Business Choice, Inc.

4701 N. Federal Hwy # 445-C9 - Lighthouse Point, FL 33064

Pho (954) 782-1829 - Fax (954) 782-1899 - bcpesso2@hotmail.com

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ARTICLE V
REGISTERED OFFICE / AGENT & INCORPORATOR

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Wagner Nolasco
2216 N. Cypress Bend Dr. - Bldg 14 - # 507
Pompano Beach, FL 33069

WN

ARTICLE VI
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE VII
EXISTENCE

This Corporation is to have perpetual existence, commencing on the date of the filing of these articles with the Department of State.

ARTICLE VIII
REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

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Business Choice, Inc.

4701 N. Federal Hwy # 445-CS - Lighthouse Point, FL 33064
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ARTICLE IX
SHAREHOLDERS

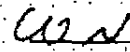
The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation. The shareholders of this Corporation are:

Temom Tecnica de Montagens e Construcoes Ltda.....51% of Shares
Rua: Carlo Cana, 244
Sao Paulo - 04367-000 - Brazil

Wagner Nolasco..... 22% of Shares
2216 N. Cypress Bend Dr. - Bldg 14 - #507
Pompano Beach, FL 33069

Alvaro Ignacio Duarte Cintra Junior..... 22% of Shares
Rua: Padre Joao Antonio, 303
Sao Paulo - 02119-030 - Brazil

Lajos Atila Sarkozy.....5% of Shares
Rua: Dr. Jose Maria Whitaker, 310 - Apto. 3
Sao Paulo - 05622-001 - Brazil



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ARTICLE XIII
OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

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Business Choice, Inc.**4701 N. Federal Hwy # 445-C9 - Lighthouse Point, FL 33064****Pho (954) 782-1828 - Fax (954) 782-1899 - bcpessoa@hotmail.com**

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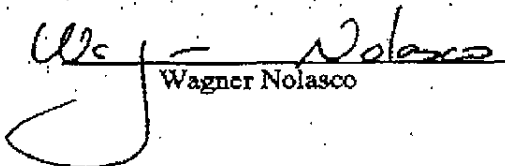
ARTICLES XIV
DIRECTORS

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. Names and residence addresses of the persons constituting the initial board of Directors are (is):

<u>NAME</u>	<u>ADDRESS</u>
Wagner Nolasco President - Treasurer	2216 N. Cypress Bend Dr. - Bldg. 14 - #507 Pompano Beach, FL 33069
Alvaro Ignacio Duarte Cintra Junior V. President	Rua: Padre Joao Antonio, 303 Sao Paulo - 02119-030 - Brazil
Lajos Atila Sarkozy Secretary	Rua: Dr. Jose Maria Whitaker, 310 - Apto. 3 Sao Paulo - 05622-001 - Brazil

After the initial Board of Directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here in above named for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Corporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein above set forth and hereunto set our hands and seals this June 30, 2005.


Wagner Nolasco

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Business Choice, Inc.

4701 N. Federal Hwy # 446-CB - Lighthouse Point, FL 33064

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FROM : BUSINESS CHOICE INC

FAX NO. : 954 782 1899

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TALLAHASSEE, FLORIDA

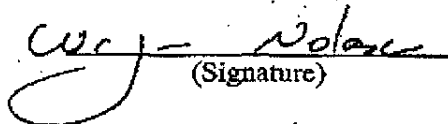
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED
OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.**

- 1 - The name of the corporation is: **AMERICAN GRANITE, INC.**
- 2 - The name and address of the registered agent and office is:

Wagner Nolasco
2216 N. Cypress Bend Dr. - Bldg 14 - # 507
Pompano Beach, FL 33069

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

06/30/05
(Date)

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Business Choice, Inc.

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