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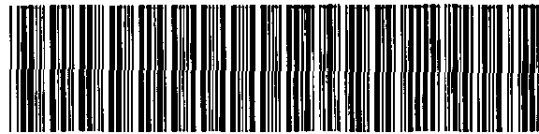
(Business Entity Name)

(Document Number)

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05 JUN 30 PM 2:05
CLERK OF STATE
TALLAHASSEE, FLORIDA
JUN 30 2005
TALLAHASSEE, FLORIDA

1 Burch JUL 1 2005

**LAZARUS
CORPORATE FILING SERVICE**

3320 SW 87TH AVENUE

MIAMI, FL 33165 (305) 552-5973

Office Use Only

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

1. FOX-TRACTOR INTERNATIONAL CORP.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
FOX-TRACTOR INTERNATIONAL CORP.

FILED
05 JUN 30 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be:

FOX-TRACTOR INTERNATIONAL CORP.

ARTICLE II

This corporation may engage in the transaction of any or all-lawful business under the laws of the United States and the State of Florida.

ARTICLE III

The maximun number of shares of stock authorized to be issued by this corporation at any time is 1000 shares of \$ 1.00 par value each.

ARTICLE IV

The shareholders of this corporation shall have preemptive rights to acquire unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or to acquire shares of the corporation to the extent that the stockholders might so specifically set forth.

Lacking this affirmative action by the shareholders there shall be no such preemptive rights.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The principal office of this corporation shall be located at: 3360 SW 195 Terrace, Miramar, FL 33029-----
with the corporation retaining the power of moving its office to any other address in Florida, as may from time to time be determined and authorized by its Board of Directors, with branch offices in such other cities, or countries as may from time to time be authorized by its Board of Directors.

ARTICLE VII

The initial registered office of this corporation shall be at: 3360 SW 195 Terrace, Miramar, FL 33029.-----
The initial registered agent at such address shall be:

Mauricio H. Frank

ARTICLE VIII

This corporation shall at all times have at least one and not more than five Directors who shall conduct the business of the corporation as a Board of Directors. The Stockholders of this corporation may, from time to time, and at any time, increase or decrease the size of the Board of Directors of the corporation.

ARTICLE IX

The name and addresses of the first Board of Directors who shall hold office until the first annual meeting of shareholders and/or until their successors are elected and qualified or until their earlier resignation, removal from office, or death, are:

Mauricio H. Frank
3360 SW 195 Terrace, Miramar, FL 33029

Fabio Wagner Molitsas
Rua Iapo, 152 Casa Verde, Sao Paulo, SP 02121020

Monica Capabianco Molitsas
Rua Iapo, 152 Casa Verde, Sao Paulo, SP 02121020

ARTICLE X

The name and address of the suscriber is:

Mauricio H. Frank
3360 SW 195 Terrace, Miramar, FL 33029

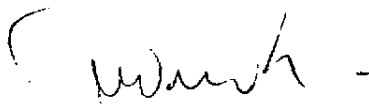
ARTICLE XI

The By-laws of this corporation may be created, amended, changed, or replaced by either the stockholders or the Directors of the corporation at any duly scheduled special meeting called for that purpose.

ARTICLE XII

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from any action, suit, or proceedings, of whatever nature, to which he or she is or shall be made a part by reason of him being or having been a director of the corporation (whether or not he or she is made a party to such action, suit, or proceeding, or at the time such cost or expense is incurred by or imposed upon him). However, an exception is made to the above in relation to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to have been derelict in the performance of the duties imposed on him as such Director. The right of indemnification herein provided for shall not be exclusive of other rights to which any such person may now or hereafter be entitled as matter of law.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this June 23, 2005.



Subscriber
Incorporator.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA; NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

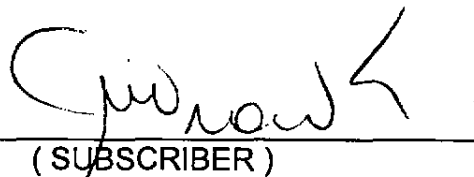
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST, THAT: FOX-TRACTOR INTERNATIONAL CORP.-----
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA; WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF: MIRAMAR,
STATE OF FLORIDA; HAS NAMED

Mauricio H. Frank
3360 SW 195 Terrace, Miramar, FL 33029

AT ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.-----

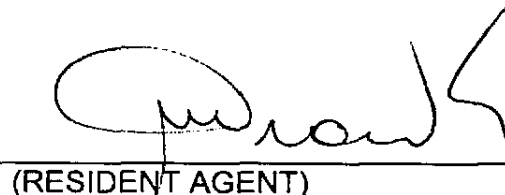
SIGNATURE: _____


(SUBSCRIBER)

DATE: June 23, 2005.

HAVING BEEN NAMED TO ACCEPTS SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION; AT THE PLACE DESIGNATED IN THIS CERTIFICATE; I
HEREBY AGREE TO ACT IN THIS CAPACITY; AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____


(RESIDENT AGENT)

DATE: June 23, 2005.