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Examiner's Initials

#### ARTICLES OF INCORPORATION

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#### ARTICLE I - NAME

The name of the corporation shall be **EXOTIC BRAZILIAN**; GRANITES CORPORATION.

#### **ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 8235 N.W. 64th STREET # 8, Miami, Florida 33166.

#### **ARTICLE III - PURPOSE AND DURATION**

This corporation is organized for the purpose of transacting any and all lawful business, and shall have perpetual existence commencing at the time of filing of the ARTICLES OF INCORPORATION with the Department of State.

#### **ARTICLE IV - STOCKS**

the number of shares of stock that this corporation is authorized to have outstanding at any one time is **500 shares** at **\$ 1.00** (one dollar) each par value common stocks.

#### ARTICLE V - RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stock of this corporation shall be issued initially to the following persons and corporations, in the amount set opposite their names:

Silvia Ferraz De Tommaso	250 Shares
Paulo F. De Tommaso	225 Shares
Cinthya Costa	25 Shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors initially.

The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than two. The names of the initial directors of this corporation are:

Silvia Ferraz De Tommaso	President
Paulo F. De Tommaso	Vice-President
Cinthya Costa	Secretary

#### **ARTICLE VII - PREEMPTIVE RIGHTS**

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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#### ARTICLE VIII - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### **ARTICLE IX - CUMULATIVE VOTING**

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE X - CALLING OF SPECIAL MEETING

Special meetings of the shareholders may be called by the Board of Directors.

#### **ARTICLE XI - BYLAWS**

The power to adopt, alter, amend and repeal bylaws shall be vested in the Board of Directors and the shareholders.

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#### **ARTICLE XII - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in theses Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XIII - RIGHT UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

#### **ARTICLE XIV - INCORPORATORS**

The names and street address of the incorporators to these Articles of Incorporation are:

 Silvia Ferraz
 Paulo F. De Tommaso
 Cinthya Costa

 De Tommaso
 8235 NW 64 St. #8
 Miami, Fl 33166
 Miami, Fl 33166
 Miami, Fl 33166

The undersigned subscribers have executed these Articles of Incorporation this **6th of December of 2005.** 

Silvia Ferraz De Tommaso

Paulo F. De Tommaso

Cinthya Costa

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**ARTICLE XV - INITIAL REGISTERED AGENT AND ADDRESS** 

The name of the initial registered agent of this corporation is **Cinthya Costa**.

The street address of the initial registered agent of this corporation is 8235 N.W. 64th Street #8, Miami, FI 33166.

Having been named to accept service of process for the above stated corporation, at the place designated in this Articles of Incorporation, 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, and I accept the duties and obligations of Section 607.325 of Florida statutes.

Agent Sign

Date: December 6th of 2005.

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### STATE OF FLORIDA COUNTY OF MIAMI-DADE

aforesaid and in the County aforesaid, to
take acknowledgments, personally appeared
Silvia Ferraz De Tommaso, Paulo De Tommaso
and Cinthya Costa, to me known to be the
persons described in, and who executed the
same for the purposes therein expressed.

WITNESS my hand and official seal in the County

and State last aforesaid on this 6th day

of December of 2005.

NOTARY PUBLIC State of Florida at Large

My commission expires:

