

**Electronic Articles of Incorporation
For**

P11000008348
FILED
January 25, 2011
Sec. Of State
jahickman

AZUL GROUP NORTH AMERICA CORP

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

AZUL GROUP NORTH AMERICA CORP

Article II

The principal place of business address:

1835 NE MIAMI GARDENS DRIVE
173
N MIAMI BEACH, FL. 33179

The mailing address of the corporation is:

1835 NE MIAMI GARDENS DRIVE
173
N MIAMI BEACH, FL. 33179

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200

Article V

The name and Florida street address of the registered agent is:

CONRADO M PERALTA SR
1835 NE MIAMI GARDENS DRIVE
173
MIAMI, FL. 33131

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: CONRADO M PERALTA

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Article VI

The name and address of the incorporator is:

CONRADO M PERALTA
199 E FLAGLER ST
300
MIAMI, FL 33131

Electronic Signature of Incorporator: CONRADO M PERALTA

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
MARCELO A RIZZI
1835 NE MIAMI GARDENS DR
N MIAMI BEACH, FL. 33179

Title: VP
GABRIEL L RIZZI
1835 NE MIAMI GARDENS DR
N MIAMI BEACH, FL. 33179

Article VIII

The effective date for this corporation shall be:

01/25/2011