

# P11000097091

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**MCRL Export & Import, Inc.**

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*MRS*



November 8, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

TAX SECRETS

SUBJECT: MCRL EXPORT & IMPORT, INC.  
REF: W11000056879

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers  
Regulatory Specialist II  
New Filing Section

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Articles of Incorporation for*

## MCRL EXPORT & IMPORT, INC.

*The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.*

### **ARTICLE I** – Name

The name of the Corporation is **MCRL EXPORT & IMPORT, INC.**, hereinafter, "Corporation".

### **ARTICLE II** – Principal and Mailing Address

The name principal place of business address shall be:

5379 Lyons Road, Ste 211  
Coconut Creek, FL

The mailing address of the Corporation shall be:

5379 Lyons Road, Ste 211  
Coconut Creek, FL

### **ARTICLE III** – Purpose

The Corporation shall engage in any activity and all lawful business permitted under the laws of the United States and of the State of Florida.

### **ARTICLE IV** – Capitalization

The number of share that this Corporation is authorized to have outstanding at any time is **One Thousand** (1,000) shares of **One US Dollar** (\$1.00) per value of common stock.

The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether or now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director (s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

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The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify any unissued stock from time to time by setting or changing the preferences, conversions, or term or conditions of redemption of the stock

No holder of shares of stock of any class have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds of may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

**ARTICLE V** – *Officer(s) and/or Director(s)*

The initial officer(s) and/or director(s) of the Corporation shall be:

Title: President  
**Marcelo de Castro Lozasso**  
Al chibaras, 21 , alphaville 10  
Santana de parnaiba -SP  
CEP 06540-030

The number of officers and/or directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders.

**ARTICLE VI** – *Incorporator*

The initial name and street address of the incorporator of this Corporation is:

**Tax Secrets, Inc.**  
5052 NW 45th Ave,  
Coconut Creek, FL 33073

**ARTICLE VII** – *Registered Agent*

The name and Florida street address of the initial Registered Agent of the Corporation is:

**Tax Secrets, Inc.**  
5052 NW 45th Ave,  
Coconut Creek, FL 33073

**ARTICLE VIII** – *Powers of Corporation*

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The Corporation shall have the equivalent powers as an individual to do all things required or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

**ARTICLE IX** – *Bylaws*

The board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**ARTICLE X** – *Term of Existence*

This Corporation shall have perpetual existence.

**ARTICLE XI** – *Dissolution*

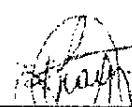
This Corporation may be dissolved at any time by authorization of any officer or director of the Corporation.

The net assets of the corporation remaining after winding up must be distributed to the shareholders after payment of all debts of all debt of the corporation.

**ARTICLE XII** – *Effective Date*

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this November 7, 2011.

  
\_\_\_\_\_  
**Tax Secrets, Inc.**  
Tais Silva, Incorporator

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*Tax Secrets, Inc.*

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE MENTIONED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

**MCRL EXPORT & IMPORT, INC.**


2. The name and address of the Registered Agent and Office is:

**Tax Secrets, Inc.**

5052 NW 45<sup>th</sup> Ave  
Coconut Creek, FL 33073

*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.*

November 7, 2011

  
Tais Silva - President



Tax Secrets, Inc.  
5052 NW 45<sup>th</sup> Ave, Coconut Creek, FL 33073  
Phone: (561) 317-5661 Fax: (954) 607-2559