

Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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From:

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FLORIDA PROFIT/NON PROFIT CORPORATION EBritto, Inc.

| Certificate of Status | 0 | | | |
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| Certified Copy | 0 | | | |
| Page Count | 06 | | | |
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Electronic Filing Menu Corporate Filing Menu

Help

https://efile.sunbiz.org/scripts/efilcovr.exe PAGE 01/07 EMPIRE CORP KIT

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ARTICLES OF INCORPORATION

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EBritto, Inc.

The undersigned subscriber of these Articles of Incorporation, natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

FIRST: The name of the corporation is EBritto, Inc.

<u>SECOND</u>: The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

THIRD: The maximum number of shares which this corporation is authorized to have outstanding at any time shall be 100 shares, having a One Dollar (\$1.00) Dollar value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators, or by the directors at a meeting called for such purpose or at the organization meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on much of the capital stock as the directors of the company may decide.

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FOURTH: The amount of capital with which the corporation may begin business will not be less than Five Hundred (\$500.00) Dollars.

FIFTH: The corporation is to have perpetual existence.

SIXTH: The principal place of business of this corporation shall be:

21205 Yacht Club Drive, #2, Aventura, FL 33180

SEVENTH: The number of directors constituting the initial board of director is Two (2).

EIGHTH: The name and post office address of the President, Vice-President, Secretary/Treasurer, and the names of the first board of directors, who, subject to the provisions of these Articles of Incorporation and of the corporation's existence, or until their successors are elected and shall have qualified, is the following:

President: Cyro Filho, 21205 Yacht Club Drive, #2, Aventura, FL 33180

Secretary/Treasurer: Silvia Britto, 21205 Yacht Club Drive, #2, Aventura, FL 33180

NINTH: The name and post office addresses of the incorporator is:

Corey E. Hoffman 3250 Mary Street Suite 303 Coconut Grove, Florida 33133

TENTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is hereby especially authorized:

- a. To make and alter the by-laws at pleasure.
- b. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation.

ELEVENTH: Cumulative voting may be permitted by the terms of the by-laws.

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IN WITNESS HEREOF, the party has hereunto set his hand and seal on April 23

, 2012.

this

(SEAL

STATE OF FLORIDA

COUNTY OF MIAMI-DADE)ss

BE IT REMEMBERED, that on this day personally appeared before me COREY E. HOFFMAN, party to the foregoing Articles of Incorporation, known to me personally to be such, and upon his oath acknowledged the above Articles of Incorporation to be the act and deed of the signer, and that the facts therein stated are truly set forth.

SWORN TO AND SUBSCRIBED before me at Miami, Dade County, Florida of 13 day of April, 2012.

CHRISTINA J. EDRARDS
MY COMMISSION # DIPSEZES
EXPIRES: February 02, 2014
H-MOGRITHMY
FI, Marky Discount Annie Ch

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

my commission expires:

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted, in compliance with said Act:

First-That EBritto, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation of Miarni-Dade County, State of Florida has named COREY E. HOFFMAN, 3250 Mary St., #303, Miami, FL 33133 as its agent to accept service of process within the state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this

capacity, and agree to comply with the provision of said Act relative to keeping open said office.

OREY E. HOFFM

12 APR 23 PH 2: 52

CORPORATE RESOLUTION

EBritto, Inc. A Florida corporation

CYRO ALVES DE BRITTO FILEO, being President of EBritto, Inc., a Florida corporation, hereby waive(s) notice of a meeting of the members and consent(s) to and adopt(s) the following as actions of the corporation as of the date set forth below:

RESOLVED, that the corporation is hereby authorized to purchase from SEAMORE GROUPE LIMITED, a BVI Limited liability Company, real estate at 21205 Yacht Club Drive, #2701, Aventura, FL 33180 in exchange 100 shares of EBritto, Inc., a Florida corporation; and

it is further

RESOLVED, that the corporation appoints Corey E. Hoffman, Attorney at Law, of 3250 Mary Street, Suite 303, Coconut Grove, Florida 33133, its mailing agent, and authorizes him to represent the company in this transaction.

Date: 4/ //2

TRO ALVES DE BRITTO

President

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CORPORATE RESOLUTION

SEAMORE GROUPE LIMITED a BVI Company

CYRO ALVES DE BRITTO FILRO, being THE AUTHORIZED Director of SEAMORE GROUPE LIMITED, a BVI Company, hereby waive(s) notice of a meeting of the members and consent(s) to and adopt(s) the following as actions of the corporation as of the date set forth below:

RESOLVED, that the company is hereby authorized to purchase, from CYRO ALVES DE BRITTO FILHO and SILVIA ALVES BRITTO, real estate at 21205 Yacht Club Drive, #2701, Aventura, FL 33180 in exchange for shares of SEAMORE GROUPE LIMITED, a BVI Company; and

it is further

RESOLVED, that the company is authorized to transfer its interest on the property to EBritto, Inc., a Florida corporation, in exchange for 100 shares of EBritto, Inc.

RESOLVED, that the corporation appoints Corey E. Hoffman, Attorney at Law, of 3250 Mary Street, Suite 303, Coconut Grove, Florida 33133, its mailing agent, and authorizes him to represent the company in this exchange.

Date: 4(2) 12

CYRO ALVES DE BRITHO FILHO, Director

SECRETATION OF COMPONANT NO. 12 APR 23 PM 2: 53

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