

P13000094993

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☐ PICK-UP

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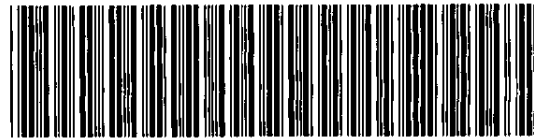
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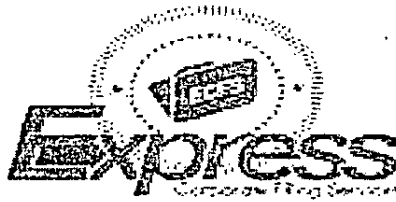
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBERS(S):

1. Universal Import & Export, Inc.  
(CORPORATE NAME) (DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME) (DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME) (DOCUMENT #)

☐ Walk-In

☒ Pick up time: \_\_\_\_\_

☒ Certified Copy ☐ Certificate Of Status

New Filings	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Other:

Amendments	
<input type="checkbox"/>	Amendments
<input type="checkbox"/>	Resignation
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Other:

Other Filings	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Apostille:
<input type="checkbox"/>	Other:

Examiners Initials	
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 20, 2013

EXPRESS CORPORATE FILING SERVICES

SUBJECT: UNIVERSAL IMPORT & EXPORT, INC.  
Ref. Number: W13000064091

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DIVISION OF CORPORATIONS  
2013 NOV 22 PM 2:37  
NOT ATTACHED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

We have received your document for UNIVERSAL IMPORT & EXPORT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

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.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 913A00026793

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
OF UNIVERSAL IMPORT & EXPORT, INC

13 NOV 22 AM 8: 37

We, the undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be "Universal Import & Export, Inc".

ARTICLE II - MAILING ADDRESS AND PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1595 N.E. 33 RD. # 108  
Homestead, FL 33033

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Export of cars and trucks, parts and spares of car and truck, aircraft parts and spares, trailers, motorcycles, ice cream machines, electrical goods and appliances and electronic appliances. Import, export, wholesale and retail trade of agricultural inputs, seeds, gardening products, hygiene products, toiletries, stationery, office supplies, school supplies, shoes, clothing, dry goods, hardware, sporting goods, electrical equipment, electrical materials, computer supplies, office and school films, hydraulic equipment and permanent material such as desks, chairs and movies, musical instruments and accessories, discs and recorded magnetic tapes, toys, leisure items for hunting, fishing and camping, nutritional products, industrial products, pharmaceuticals, clothing for professional use, articles of mattresses, upholstery, paper tablecloths, kitchen and pantry, equipment, machinery and building materials, office equipment, commercial, professional technician, including parts and accessories of machinery, apparatus, equipment and supplies for doctors, dentists, hospital equipment, telephony and telecommunications, photographic and optometrist, general plastic items, disposable overall nutritional vegetable products, gold, silver, food, canned food in general and fireproofing.

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any onetime is 100 shares. The par value for each authorized share is \$ 0.10 (Ten cents of dollar).

The ownership of the shares of stock is as follows:

Name of Stockholder: Comercio de Alimentos e Bebidas Rios Madeira Ltda.  
Address of Stockholder: Avenida Djalma Batista No. 2100  
Loja 126/127  
Tviandia Mail - Parque Dez  
CEP 69050-010  
Manaus/AM -BRASIL  
SOUTH AMERICA

Number of shares: 51

Name of Stockholder: Carlos A. Melo-de-Souza  
Address of Stockholder: 1595 N.E. 33 RD. # 108  
Homestead, FL 33033

Number of shares: 44

Name of Stockholder: Raul G. Ramalho-Neto  
Address of Stockholder: 1490 N.E. 33<sup>RD</sup> RD Unit 102  
Homestead, FL 33033

Number of shares: 5

#### ARTICLE V - STOCKHOLDERS

##### 1. PLACE OF MEETING

Meetings of stockholder (s) shall be held on the principal office of the corporation or at such place within or without the State of Florida, as the board shall authorize.

##### 2. ANNUAL MEETING

The meeting of stockholder (s) shall be held on December, as the board shall call.

##### 3. SPECIAL MEETINGS

The board may call special meetings of the stockholder (s) or by the President or at the request of stockholder (s) owning a majority of the stock entitled to vote as such meeting.

#### ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Raul G. Ramalho-Neto  
1490 N.E. 33<sup>RD</sup> RD Unit 102  
Homestead, FL 33033

#### ARTICLE VII - DIRECTORS

The Corporation shall have three directors. Incorporator have appointed:

Carlos A. Melo-de-Souza, as Operations and Finance-Director  
Claudia C. Higino-Da-Cruz, as Executive-Director  
Raul G. Ramalho-Neto, as Director

The "Executive Director" manages the business in a daily basis manager, and reports to the Assembly of Stockholder(s), the President, Vice-President and Treasurer of the corporation.

In case of absence of the "Executive-Director", the "Operations-Director" or the "Finance-Director" will take the "Executive-Directors" position, holding, the same duties. Either, the "Operations-Director" or the "Finance-Director" are authorized to use the title of "Director".

"Finance -Director", represents the corporation and are full empowered without any limitation to do all things, necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act. Including open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by the "Finance-Director".

#### ARTICLE VIII - DESIGNATED OFFICERS

The Officer(s) of the corporation is (are) :

Carlos A. Melo-de-Souza, President, Treasurer, Secretary.  
Raul G. Ramalho-Neto, as Director

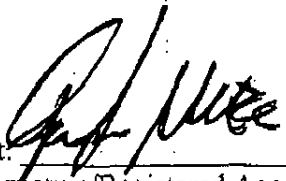
At any time, any designated officer represents the corporation and is full empowered without any limitation to do all things necessary or convenient to carry out business and affairs of the corporation in accordance to Section 607.0302 of the Florida General Corporation Act. Including open and closing of account(s) with bank(s), and to deposit and withdrawn therein funds of the corporation. All drafts, checks, and notes of the corporation payable on said account(s) shall be made in the name of the corporation, and signed by any of the them.

ARTICLE IX - INCORPORATOR

The incorporator is Comercio de Alimentos e Bebidas Rios Madeira Ltda. acting through its agent Mr. Carlos A. Melo-de-Souza

Carlos A. Melo-de-Souza, Agent of Comercio de Alimentos e Bebidas Rios Madeira  
Ltda.  
1595 N.E. 33 RD. # 108  
Homestead, FL 33033

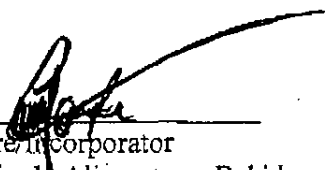
Registered Agent:

  
Signature/Registered Agent  
By Raul G. Ramalho-Neto

Date:

11/6/13

Incorporator:

  
Signature Incorporator  
Comercio de Alimentos e Bebidas  
Rios Madeira Ltda.  
By Carlos A. Melo-de-Souza, Agent

Date:

11/6/13

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