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**FLORIDA PROFIT/NON PROFIT CORPORATION
FORNO DE MINAS USA, INC.**

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ARTICLES OF INCORPORATION

OF

FORNO DE MINAS USA, INC.

ARTICLE I

NAME AND PRINCIPAL OFFICE/MAILING ADDRESS

The name of this Corporation is **FORNO DE MINAS USA, INC.**, and its mailing address is

201 South Biscayne Boulevard, Suite 1200
Miami, FL 33131

ARTICLE II

DURATION

This Corporation is to have perpetual existence.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock, Ten dollar (\$10.00) par value. All such shares are of one class and are common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 396 Alhambra Circle, North Tower, 14th Floor, Miami, Florida 33131. The name of the initial registered agent of the Corporation at that address is Mark A. Romance, Esquire.

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ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than three. The name and address of the initial directors of this Corporation are as follows:

Helder Couto de Mendonça
201 South Biscayne Boulevard, Suite 1200
Miami, FL 33131

Vicente Camilotti
201 South Biscayne Boulevard, Suite 1200
Miami, FL 33131

Dênio de Oliveira
Via de Acesso Chácara Campo do Melo, SN,
Bairro Chácara Reunidas Santa Teresinha
Município de Contagem/MG - CEP. 32.183-683.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Helder Couto de Mendonça, 201 South Biscayne Boulevard, Suite 1200, Miami, FL 33131

ARTICLE VIII

SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as part of these Articles of Incorporation.

- (1) The original By-Laws of the Corporation shall be adopted by the Incorporator.

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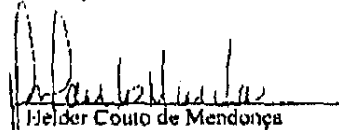
(2) Any action properly taken by the stockholders at a meeting may be taken without a meeting if either all of the stockholders entitled to vote upon the action at any such meeting consent in writing to any such corporate action being taken or any such action is consented to and receives the affirmative vote of not less than the minimum percentage of the votes required to be cast to authorize any such action under the provisions of the Florida General Corporation Act. Prompt notice shall be given to all stockholders entitled to vote on any such action or the taking of such action without a meeting and by less than unanimous written consent.

ARTICLE IX

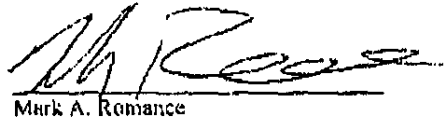
AMENDMENT

From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the Corporation by these Articles of Incorporation are granted subject to the provisions of this Article IX.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31 day of July, 2014.


Helder Couto de Mendonça

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Mark A. Romance

Date July 31, 2014

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