

P95000002867

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE INDUSTRIES, INC.  
(Requestor's Name)  
890 S.W. 87 AVENUE #16  
(Address)  
MIAMI, FLORIDA 33174 (305)552-5973  
(City, State, Zip) (Phone #)  
LOCAL REPRESENTATIVE TALLAHASSEE

01/23/95--01066--001  
\*\*\*\*122.50 \*\*\*\*122.50

OFFICE USE ONLY

(904) 385-6735

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. B. S. T. T.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
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TALLAHASSEE, FLORIDA  
95 JAN 11 AM 8:33

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

27640  
1/11/95

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 30, 1994

LAZARUS

MIAMI, FL

SUBJECT: B.S.I., INC.  
Ref. Number: W94000027640

We have received your document for B.S.I., INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days of your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 294A00054928

RECEIVED  
JAN 11 1995  
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

BRASILIA STAR, INC.

FILED  
65 JUN 11 AM 8:33  
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

The name of the corporation shall be: BRASILIA STAR, INC.

ARTICLE II - PURPOSES

The purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- a) To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- b) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.
- c) To engage in the export-import business and to engage in all activities which are incidental to the business.

ARTICLE III - CAPITAL STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a nominal or par value of one dollar. The consideration to be paid for each share shall be fixed by the Board of Directors, but in no event shall be less than one dollar.

ARTICLE IV - TERM

This corporation shall commence existence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The Registered Agent for this corporation shall be Antonio Jose Santos, and the registered office shall be located at 7935 S.W. 86th Street, No. 801 Miami, Florida, FL 33143-0000 or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law. The aforementioned location also constitutes the principal office.

ARTICLE VI - INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as directors until the first meeting of the Corporation or until their successors are elected and qualified are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Antonio Jose Santos - President	7935 S.W. 86th Street # 801 Miami, FL 33143-0000
Andre Santos - Director	7935 S.W. 86th Street # 801 Miami, FL 33143-0000
Jose S. Santos - Director	SCN Q. 01 BL C-149 Brazilia, D.F. Brazil, 70910-912

ARTICLE VII - SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation is:

Antonio Jose Santos, 7935 S.W. 86th Street, #801, Miami, FL 33143-0000.

#### ARTICLE VIII - INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspecting any account, book or document of this corporation except as conferred by statute unless authorized by a resolution of the shareholders or the Board of Directors.

#### ARTICLE IX - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

#### ARTICLE X - TELEPHONE MEETINGS AUTHORIZED

Members of the Board of Directors or of any executive committee designated by the Board of Directors in accordance with law shall be deemed present at any meeting of the Board of Directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear and be heard by all other

persons, is used.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended in the manner and with the vote provided by law.

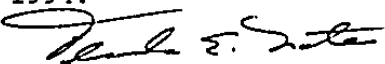
IN WITNESS WHEREOF, I have hereunto set my hand and seal at: Miami, Dade County, Florida this 25<sup>th</sup> day of December, 1994.

  
ANTONIO JOSE SANTOS

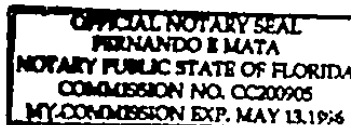
STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, this day personally appeared: ANTONIO JOSE SANTOS, to me known to be the individual described in and who is personally known to me, produced identification # FL 412 J 532-010-64-1610 and who executed the foregoing Articles of Incorporation of B.S.I., INC., and that he acknowledged before me that he signed and executed same for the purpose therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 25<sup>th</sup> day of December, 1994.

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:



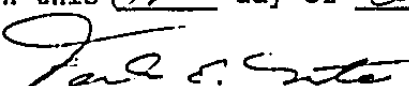
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

I HEREBY CERTIFY that I have accepted the designation as  
Registered Agent of BRASILIA STAR and agree to serve as its agent  
INC.  
to accept service of process within this State at its Registered  
Office.

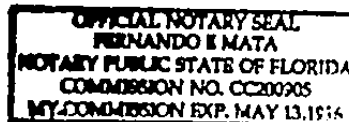
  
\_\_\_\_\_  
ANTONIO JOSE SANTOS

STATE OF FLORIDA    )  
                              )  
COUNTY OF DADE     )

SWORN TO AND SUBSCRIBED before me by ANTONIO JOSE SANTOS, who  
is personally known to me, produced identification FL 24-612-532-010-64 V-0  
on this 25<sup>th</sup> day of December, 1994.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My Commission Expires:



**FILED**  
95 JAN 11 AM 8:33  
TALLAHASSEE, FLORIDA

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(Requestor's Name)

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(Address)

MIAMI, FLORIDA 33174 (305)552-5973

(City, State, Zip)

(Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

800001392338

-01/30/95--01011--027

\*\*\*\*\*35.00 \*\*\*\*\*35.00

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RECEIVED  
TALLAHASSEE, FLORIDA

1995 JUN 24 PM 3:02

FILED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

January 23, 1995

LAZARUS

MIAMI, FL

SUBJECT: BRASILIA STAR, INC.  
Ref. Number: P95000002867

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If you have any questions concerning the filing of your document, please call (904) 487-6957.

Joy Moon-French  
Corporate Specialist

Letter Number: 995A00002677

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95 JAN 24 PM 3:02  
DIVISION OF CORPORATIONS

FILED  
JAN 24 PM 3:02  
TALLAHASSEE, FLORIDA

THE NAME OF THE CORPORATION IS:

THE NAME OF THE CORPORATION IS CHANGED TO:  
POTOMAC TRADERS CORP.

CORPORATION NAME

BY \_\_\_\_\_  
PRESIDENT/

PRINT NAME