

P950000164/6

DATE: February 16, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: ICTUS ENTERPRISES CORPORATION OF AMERICA, LTD., Inc.

Dear Secretary of State:

200001416562
-02/27/95--01107--001
*****70.00 *****70.00

Enclosed please find the original and one copy of the Articles of Incorporation of ICTUS ENTERPRISES CORPORATION OF AMERICA, LTD., Inc.

Also find enclosed a check payable to the Secretary of State in the amount of \$70.00 which represents the cost of the Filing Fees and Fee for Registered Agent Designation for the above Corporation.

Please file the original and stamp "filed" on the copy and return it to us in the enclosed self addressed envelope.

Your assistance in establishing this Corporation is appreciated.

Respectfully,

MG Sprague

MG Sprague
Central Florida Legal Clinic
3124 Corrine Drive
Orlando, FL 32803
407-895-1533

FILED
1995 FEB 27 PM 3:00
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

ICTUS ENTERPRISES CORPORATION OF AMERICA, LTD., Inc.

FILED

1935 FEB 27 PM 3:00

SECRETARY OF STATE
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 - CORPORATE NAME

The name of the Corporation is:

ICTUS ENTERPRISES CORPORATION OF AMERICA, LTD., Inc.

ARTICLE II - CORPORATE ADDRESS

The principal office of the Corporation is located in Orange County, at 5850 Lakehurst Drive, Suite 150-20, Orlando, FL 32819. The Corporation may have other offices, either within or without the State of Florida as the Board of Directors may designate or as the business of the Corporation may require from time to time.

ARTICLE III- DURATION

The period of existence of the Corporation is perpetual until dissolved according to Florida Statutes.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of engaging in the import/export business and any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The Corporation is authorized to issue one thousand (1000) shares with no par value, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Gloria Gardner
5850 Lakehurst Drive, Suite 150-20
Orlando, FL 32819

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors of the Corporation are as follows:

Atila Brandao de Oliveira, PRESIDENT
5850 Lakehurst Drive, Suite 150-20
Orlando, FL 32819

Mailde Pinto Brandao de Oliveira, SECRETARY
5850 Lakehurst Drive, Suite 150-20
Orlando, FL 32819

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Gloria Gardner
5850 Lakehurst Drive, Suite 150-20
Orlando, FL 32819

ARTICLE IX - COMMENCEMENT OF EXISTENCE

The Corporation's existence shall begin on the date of the filing of these Articles.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of February, 1995.

Gloria C. Gardner (SEAL)
Gloria Gardner

STATE OF FLORIDA

COUNTY OF ORANGE

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SS
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BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared **Gloria Gardner**, known to me or known to be the person who acknowledged before me that she executed these Articles of Incorporation for the purposes expressed therein and who produced a Florida Drivers License for identification and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 10th Day of February, 1995.

M. G. Sprague
NOTARY PUBLIC STATE OF FLORIDA

(Notarial Seal)



OFFICIAL SEAL
M. G. SPRAGUE
My Commission Expires
March 25, 1995
Comm. No. CC094442

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

of

ICTUS ENTERPRISES CORPORATION OF AMERICA, LTD. Inc.

Pursuant to the provisions of Section 48.091 and 607.0501, Florida Statutes, the above named Corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida:

The name of the Corporation is

ICTUS ENTERPRISES CORPORATION OF AMERICA, LTD. Inc.

The address of the registered office is

5850 Lakehurst Drive Suite 150-20
Orlando, FL 32819

The name of the registered agent at the registered office is

GLORIA GARDNER

who shall accept service of process within this state.

ACKNOWLEDGEMENT

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 appointment to act in this capacity. I further agree to comply with the provisions of all Florida 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.

Dated: February 16, 1995

Gloria C. Gardner

Gloria Gardner
REGISTERED AGENT

FILED
1995 FEB 27 PM 3:00
TALLAHASSEE, FLORIDA