

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32310  
904-222-9171  
904-222-0393 FAX

800-342-8086

**CSC networks**

P95000019594

MAIL TO:  
P.O. Box 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 557731 1056I

AUTHORIZATION :

COST LIMIT : *Patricia 122:50*

ORDER DATE : March 9, 1995

ORDER TIME : 9:29 AM

ORDER NO. : 557731

900001425049

CUSTOMER NO: 1056I

CUSTOMER: Mr. Paulo Miranda  
BAKER & MCKENZIE

Suite 1600  
701 Brickell Avenue  
Miami, FL 33131

DOMESTIC FILING

P95000019594

NAME: ROYAL EXECUTIVE SERVICES,  
INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

*Th*  
3-10-95  
C2/A

FILED  
95 MAR 10 AM 9 50  
TALLAHASSEE, FL 32310

*W395-5288  
C2250/412-1671*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 9, 1995

CORPORATION INFORMATION SERVICES INC.  
1201 HAYS ST.  
TALLAHASSEE, FL 32301

SUBJECT: ROYAL EXECUTIVE SERVICES, INC.  
Ref. Number: W95000005288

*RESUBMIT*

We have received your document for ROYAL EXECUTIVE SERVICES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return 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 (904) 487-6930.

Tim Murphy  
Corporate Specialist

Letter Number: 095A00010625

**ARTICLES OF INCORPORATION  
OF  
ROYAL EXECUTIVE SERVICES, INC.**

FILED  
95 MAR 10 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME**

The name of this corporation is Royal Executive Services, Inc. and its mailing address is 1717 North Bayshore Drive # 1932, Miami, Florida, 33132 .

**ARTICLE II**

**NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III**

**TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

This Corporation is authorized to issue 10,000 shares of no par value common stock, which shall be designated "Common Shares."

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

THE name of the initial registered agent of this Corporation is CIS Corporation Information Services, Inc., with address at 1201 Hays Street, Tallahassee, Florida 32301.

## ARTICLE VI

### INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial director. 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. The name and address of the director of this Corporation is:

<u>Name</u>	<u>Address</u>
Marcelo Seeber Muller da Silva	1717 North Bayshore Drive #1932 Miami, Florida 33132

## ARTICLE VII

### DIRECTOR QUORUM AND VOTING

No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

## ARTICLE VIII

### VOTING REQUIREMENTS FOR SHAREHOLDERS

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation.

## ARTICLE IX

### CLASSES OF DIRECTORS

The By-Laws of this Corporation may provide that the directors be divided into classes, whose terms of office shall respectively expire at different times, provided that no such term shall continue longer than four years and provided further that at least one-fifth in number of the directors shall be elected annually.

## ARTICLE X

### AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

## ARTICLE XI

### POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, as amended from time to time.

## ARTICLE XII

### DIVIDENDS

Dividends payable in shares of any class may be paid to the holders of such shares.

## ARTICLE XIII

### INDEMNIFICATION

This corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened

to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

#### ARTICLE XIV

#### INCORPORATOR

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

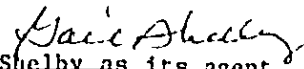
Marcelo Seeber Muller da Silva  
1717 North Bayshore Drive #1932  
Miami, Florida 33132

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 8th day of March, 1995.

  
Marcelo Seeber Muller da Silva

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for Royal Executive Services, Inc., at the place designated in these Articles of Incorporation, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

  
Gail Shelby as its agent  
CIS Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301  
Registered Agent

FILED  
55 MAR 10 AM 9 50  
SECRET  
TALLAHASSEE, FLORIDA

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