

P95000048239

COVER SHEET

NAME OF INCORPORATION: B.S.W. Corporation, USA Inc.

AMOUNT ENCLOSED: \$ 70.00 for the articles of Incorporation
\$ 8.75 for a certificate of status

PRESIDENT'S NAME: Paulo Souza.

300001524583
-06/27/95--01083--004
*****70.00 *****70.00

300001524583
-06/27/95--01083--005
*****8.75 *****8.75

FILED
95 JUN 19 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN 21 1995 BSO

**ARTICLES OF INCORPORATION
OF
B.S.W. CORPORATION, U.S.A. INC.**

FILED
95 JUN 19 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be: B.S.W. Corporation, U.S.A. , Inc.

ARTICLE II - PRINCIPAL OFFICE

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

175 S.E. 25 Road, Ste 11-E
Miami, FL 33129

ARTICLE III- NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock having ONE DOLLAR (\$1.00) PAR VALUE

ARTICLE V - INITIAL REGISTERED AGENT

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Domingo Alonso
301 Almeria Ave, Ste 220
Coral Gables, FL 33134

ARTICLE VI - BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the stockholder's. However, the Corporation shall have no less than (1) director at any time.

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PAGE TWO

ARTICLE VII - INITIAL DIRECTORS

The name and post office address of each member of the initial Board of Directors is:

President/ Secretary

Paulo Souza
10633 Hammocks Blvd # 10-14
Miami, FL 33196

Vice-President/ Treasurer

Alexandre Castrezana
175 S.E. 25 Rd, Ste 11-E
Miami, FL 33129

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, service, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

ARTICLE IX - INCORPORATOR(S)

The name and post office address of each incorporator executing these Articles of Incorporation is as follows:


President/ Secretary

Paulo Souza
10633 Hammocks Blvd # 10-14
Miami, FL 33196


Vice-President/ Treasurer

Alexandre Castrezana
175 S.E. 25 Rd Ste 11-E
Miami, FL 33129

THE UNDERSIGNED INCORPORATOR (S), for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.



Paulo Souza
State of Florida



Alexandre Castrezana
State of Florida

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BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgments personally appeared,

to me known to be the person (s) described as the Incorporator(s), in the foregoing Articles of Incorporation, and he (she) acknowledged to me that *they* executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, County and State above written this *9th* day of *June*, 1995.

Pilar P. Alonso

NOTARY PUBLIC, State of Florida

My Commission expires:



PILAR P ALONSO
My Commission OC243366
Expires Jan. 20, 1998

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of laws applicable to said designation.

P. Alonso

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OVER SHEET

NAME OF CORPORATION: B.S.W. CORPORATION USA, INC

NAME OF INCORPORATOR: ALEXANDRE CASTREZANA

AMOUNT ENCLOSED: \$ 35 FOR AMENDMENT OF ARTICLES
\$ 8.75 FOR CERTIFICATE OF STATUS

PLEASE MAIL CERTIFICATE OF STATUS TO: DOMINGO ALONSO
301 ALMERIA AVE STE 220
CORAL GABLES, FL 33134

900001558839
-08/11/95--01073--007
*****43.75 *****43.75

FILED
95 AUG 11 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFF/Dir.
Resig.

N. HENDRICKS AUG 15 1995

DIRECTOR'S RESIGNATION
B.S.W. CORPORATION U.S.A. , INC.
AMENDED ARTICLE VII OF THE
ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The chairman then recognized the director named below who tendered his resignation, effective upon the adjournment of this meeting. Upon motion duly made, seconded and carried said resignation was accepted and the Secretary ordered to spread name upon the minutes of the meeting.

I, Paulo Souza, the undersigned director of the above named corporation, do hereby tender my resignation , to take effect upon adjournment of the meeting of the Board of Directors at which this resignation is accepted.

Dated: July, 23 . 19 95 .

Paulo Souza
Paulo Souza -

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NAME OF APPLICANT: ALEXANDRE CASTREZANA
NAME OF CORPORATION: B.S.W. CORPORATION, INTERNATIONAL TRADING , INC
REQUEST FOR AMENDMENT OF NAME.

PLEASE, STAMP RECEIVED THE COPY AND MAIL IN THE PREPAID ENVELOPE.

AMOUNT ENCLOSED: \$ 35.00

MAIL IN THE ENVELOPE

Domingo Alonso
301 Almeria Ave., #220
Coral Gables, FL. 33134

200001565612
-08/22/95--01024--001
*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 21 AM 8:29
SH & JB
NC

PILAR P ALONSO
My Commission OC243368
Expires Jan. 20, 1998