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TRANSMITTAL STATE

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

SUBJECT: LDQ CORPORATION  
(Proposed corporate name - must include suffix)

100001565351  
-08/21/95--01083--008  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM:

DONALD SUTTON  
SUTTON & ASSOCIATES  
5850 LAKEHURST DRIVE SUITE 100  
ORLANDO FL 32819-8386

City, State & Zip

(407) 345-8282

Daytime Telephone number

SDS

95 AUG 21 AM 10:11  
SECRETARY OF STATE  
PALM SPRING FLORIDA

RECEIVED

**ARTICLES OF INCORPORATION  
OF  
L&Q CORPORATION.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**Article I, Name**

The name of the corporation shall be:  
L&Q Corporation.

**Article II, Mailing Address**

The mailing address of this corporation shall be:  
224 Prairie Dune Way, Orlando, Fl., 32828.

**Article III, Shares**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:  
10000 Shares with \$ 1.00 Par Value.

**Article IV, Initial Registered Agent and Street Address**

The name and address of the initial registered agent is:  
Rodrigo Lemos Barros Quintão  
224 Prairie Dune Way, Orlando, Fl., 32828.

**Article V, Incorporator.**

The name and address of the Incorporator to these Articles of Incorporation is:

1-Rodrigo Lemos Barros Quintão  
Postal address at 224 Prairie Dune Way, Orlando, Fl., 32828.

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TALLAHASSEE, FLORIDA

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**Article VI, Purpose.**

The purpose of this corporation shall be to commerce, sell, buy, import and export all types of merchandise goods and services , as well as to represent other companies. If so desired it will trade with international and national corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

**Article VII, Initial Board of Directors and Officers.**

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Rodrigo Lemos Barros Quintão - President and Director



Sebastião de Barros Quintão - Treasurer and Director



Leonardo Lemos Barros Quintão- Secretary and Director



All with postal addresses at:  
224 Prairie Dune Way, Orlando, Fl., 32828

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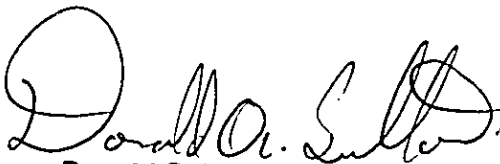
**Affidavit**

**State of Florida, Orange County.**

**Before me this day personally appeared Rodrigo Lemos Barros Quintão ,  
who being duly sworn, depose and say that he is the incorporator of L&Q  
Corporation and is hereby duly responsible and apt to incorporate  
according to the Statutes of the State of Florida.**

  
**Rodrigo Lemos Barros Quintão**

**Sworn to and subscribed before me this August 18th , 1995.**



**Donald Sutton  
Notary Public**

**DONALD A. SUTTON**  
Notary Public, State of Florida  
My Comm. Expires May 31, 1998  
No. CC 376691  
Bonded Thru Official Notary Service



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: L & Q CORPORATION

2. The name and address of the registered agent and office is:

RODRIGO L. B. QUINTAN  
(Name)  
222 PRAIRIE DUNE WAY  
(P.O. Box not acceptable)  
ORLANDO FL 32828  
(City/State/Zip)

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*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 the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.*

[Signature]  
(Signature)

[Signature]

DONALD A. SUTTON  
Notary Public, State of Florida  
My Comm. Expires May 31, 1998  
No. CC 376691  
Bonded thru Official Notary Service