P96000005341

PROGRESSIVE ACCOUNTING & CONSULTING SERVICES
1607 Park Lake St.

Orlando, FL 32803

FILED

96 JAN 17 M. 8-47

ACTO ST. CONTRACT

OFFICE USE ONLY

CORPORATION NAME(S)	Ŀ	DOCUMENT NUMBER(S) (if known):
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1.	Brasilia . Tour and	Travel - INC.
2.		
3.	(Corporation Name)	(Document #)
4,	(Corporation Name)	(Document #)
	(Corporation Name)	(Dogument #)
	Walk in Pick up time	Certified Copy
	Mail out Will wait Photoco	Certificate of Status

NEW FILINGS	AMENDMENTS
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

CR2E031(10/92)

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

700001674327 -12/29/95--01062--020 ****122.50 ****122.50

W95-430 612 703

Examiner's Initials

1-18-01



January 8, 1996

PROGRESSIVE ACCOUNTING & CONSULTING SERVICES 1607 PARK LAKE STREET ORLANDO, FL 32803

SUBJECT: BRASILIA TOUR AND TRAVEL, INC. Ref. Number: W9600000430

We have received your document for BRASILIA TOUR AND TRAVEL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Article VI states there will be 4 director(s), whereas 1 is/are listed.

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) 487-6927.

Kathy Hyman Document Specialist

Letter Number: 696A00000730

ARTICLES OF INCORPORATION

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OF

96 JAN 17 AM 8 47

BRABILIA TOUR AND TRAVEL, INC.

SECIALI TALLAHA (1914), FLORIDA

The undersigned, in order to form a corporation for the purpose hereinafter stated, under and pursuant to the General Corporation Act of the State of Florida, do hereby certify as follows:

ARTICLE I

NAME

The name of this corporation is:

BRASILIA TOUR AND TRAVEL, INC.

ARTICLE II

PURPOSE

The general nature of the business to transacted by this corporation shall be:

- A) To engage in any activities or business permitted under the laws of The United States and Florida.
- B) To purchase, exchange, hire, or otherwise acquire such personal property, chattels, rights, easements, permits, privileges and franchises as may lawfully be purchased, exchanged, hired, or acquired.

- alter, manage, and control directly or through ownership of stock in any corporation, any and all kinds of buildings, houses, hotels, bungalows, stores, offices, warehouses, mill, shops, factories, machinery and plants, and any and all structures and erections which may at any time necessary, useful, or advantageous in the judgement of the Board of Directors, for the purpose of the Corporations, and which can lawfully be done.
- D) To sell, manage, improve, develop, assign, transfer, convey, lease, sublease, pledge, or otherwise encumber the lands, buildings, real property, chattels, real, and other property of the corporation, real and personal, and wherescever situate, and any and all legal or equitable rights therein.
- E) To borrow money with or without pledge of or mortgage on all or any of its property, real or personal, as security and to loan and advance money upon mortgages on personal or real property or on either of them.
- F) To buy, sell, and deal in, with or without guarantee of payment thereof, bonds and mortgages and other like securities and other kinds of property, whether real or personal, not prohibited or specifically excepted by law, and to do and prosecute any facts or things to or proper in connection with the carrying on of the business of the corporation.

- G) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge, and otherwise dispose of the shares of capital stock, bonds, debentures, or other evidence of indebtness of any corporation, domestic or foreign, and while the holder thereof, to exercise all the rights and privileges of ownership, including the right to vote thereon, and issue in exchange therefore its own, bonds, and other obligations.
- H) To purchase or otherwise acquire, undertake, carry on, improve or develop all or any of the business, good will rights, assets or liabilities of any person, firm, association of corporation carrying on any kind the same as or of a similar nature to that which this corporation is authorized to carry on, pursuant to the provisions of these Articles of Incorporation.
- I) To all such acts and things as are incident or conducive to the premises.
- J) This Corporation shall have the power conduct its business in all its branches in the State of Florida, or in any other States or territories of the United States, or in the District of Columbian and the dependencies of the United States of in foreign countries, and ultimately to do all acts and things and to exercise all the powers now or hereafter authorized by law necessary to carry on the business of said corporation, or to promote any of the subjects of objects for which the corporation is formed.

K) The foregoing enumeration of any or all or a combination of either of the specific powers lettered a) through j) both inclusive, shall not be held to limit or restrict in any manner the general powers of the corporation and therefore, the corporation may engage in any act or activity for which corporation may be organized under the General Corporation Act of the State of Florida.

ARTICLE III

DURATION

This Corporation shall have perpetual existence.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue at any time is 1000 shares, \$1.00 par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services actually performed for the corporation, at just valuation to be fixed by the stockholders or by the Directors at a meeting called for such purposes.

ARTICLE_V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7243 International Drive, Orlando, Florida 32819 and the name of the initial registered agent of this corporation at that address is Isid Christophe.

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have five 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.

The Name and address of the initial directors are:

Name	Address
Mario F. Christophe	9533 Wickham Way
President	Orlando, FL 32836
Mary Pegoraro	2315 Tandori Court
Vice President	Orlando, FL 32837
Isid Christophe	9533 Wickham Way
Treasurer	Orlando, FL 32836
Martonio Pinto	2315 Tandori Court
Secretary	Orlando, FL 32837
Marco A. Pegoraro	2315 Tandori Court
Director	Orlando, FL 32837

ARTICLE VII

OFFICERS

The Corporation shall have a President, and may also have one or more additional Vice Presidents, Assistant Secretaries, and Assistant Treasures, and such other officers and agents as may be deemed necessary. All other officers and agents shall be chosen in such a manner, hold their offices for such terms and have such powers and duties as may prescribed by the By-Laws. The same person may hold two or more offices.

ARTICLE VIII

INCORPORATOR

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

Isid Christophe - 7243 International Drive - Orlando, Florida

32819.

ARTICLE IX

AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Statutes, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

PRINCIPAL OFFICE

At present, the principal office of the corporation is: 7243 International Drive - Orlando, Florida 32819.

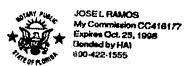
Isid Christophe

STATE OF FLORIDA COUNTY OF ORANGE

Before me, a Notary Public duly authorized to take acknowledgements in the state and county set forth above, personally appeared ISID CHRISTOPHE, known to me and known by me to be the person who executed the foregoing articles of incorporation and he acknowledged before me that he executed those articles of incorporation.

NOTARY PUBLIC, State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND MANAGING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statues, the following is submitted in compliance with said Act:

First that: Brasilia Tour and Travel, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the County of ORANGE, State of Florida, has named Isid Christophe located at 7243 International Drive, Orlando, Florida 32819, as its Registered Agent to accept service or process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said-Act relative to keeping open said office.

Isid Christophe Registered Agent

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PROGRESSIVE ACCOUNTING & CONSULTING SERVICES 855 North Highland Suite 2A Orlando, Florida | 52803

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Office Use Only

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

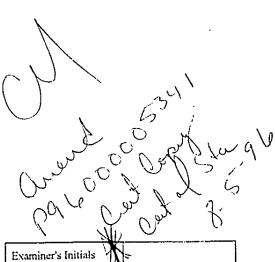
1.	(Corporation Name)	(Doct	ment #)			
2	(Corporation Name)	(Doct	unent #)			
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4	(Corporation Name)	(Doet	ıment ∦)	制	ch	
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** (*) **:#*	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Contract Con

AMENDMENTS
Amendment
Resignation of R.A., Officer/ Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
 Annual Report
Fictitious Name
Name Reservation

REGISTRATION/QUALIFICATION
Foreign
Limited Partnership
 Reinstatement
 Trademark
 Other



ARTICLES OF AMENDMENT

TO ARTICLES OF INCORPORATION

OF

_	BRASTLIA	TOUR	AND	TRAVEL,	TNC	
_				(present nam	e)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have three Directors. 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 directors are:

Name	Address	
Mario F. Christophe President	9533 Wickham Way Orlando, FL 32836	SE AUG
Joan Manuel Silva Passos Vice President	8 224 Breeze Cove Lane Orlando, FL 32819	
Isid Christophe Secretary, Treasurer	9533 Wickham Way Orlando, FL 32819	FOR HER

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

771	IRD: The date of each amendment's adoption: July 1, 1996	·	
ľOľ	URTH: Adoption of Amendment(s) (check one)		
	The amendment(s) was/were approved by the shareholders. The numbers for the amendment(s) was/were sufficient for approval.	ber of votes	
	The amendment(s) was/were approved by the shareholders through vot	ting groups.	
	The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufapproval by (voting group)	fficient for	
X	The amendment(s) was/were adopted by the board of directors withous shareholder action and shareholder action was not required.	ut	
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
	Signed this 10 day of July , 19 96	·	
	Signature (By the Chairman or Mce Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators) Mario F. Christophe Typed or printed name	SECRETARY OF SIMILARIASSEE, PLOCADA	
	·		
	President-Director Title		
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