

From: WINSTON WEILHEIMER To:

Date: 4/26/96 Time: 17:12:21

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4:20 PM

FLORIDA DIVISION OF CORPORATIONS

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PUB. ACCT. 3 STATE
((H96000005967)) FROM: IN HOME T...
TO: DIVISION OF CORPORATIONS
DEPT. OF STATE
STATE OF FLORIDA
409 N. W. 11th STREET
TALLAHASSEE, FL 32399
CONTACT: WINSTON WEILHEIMER
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DELAND FL 32720-0

((H96000005967))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: BAM USA, CORP
FAX AUDIT NUMBER: H96000005967
DATE REQUESTED: 04/26/1996
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04/29/96 14:41 Fl. Dept. of State p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1996

IN HOME TAX SERVICE, INC.

DELAND, FL

SUBJECT: BAM USA, CORP.
REF: W96000009130

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Loria Poole
Corporate Specialist

FAX Aud. #: H96000005967
Letter Number: 896A00020368

April 29, 1996.

To who it may concern.

I have submitted the articles of incorporation under
the name DAM USA.
I understand that there is a trade mark under DAM, but
I still want to incorporate under DAM USA.

Respectly.



Marco Antonio Figueiredo Geraldes.

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ARTICLES OF INCORPORATION
OF
BAM USA, CORP.

FILED
APR 29 1986
CLERK OF COURT
JACKSONVILLE
FLORIDA

The undersigned incorporator makes, acknowledges, and files with the Department of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I
Name and Address

The name of this corporation shall be BAM USA Corp., and its principal place of business shall be 1622 Columbia Arms Cir., #167, Kissimmee, Florida, 34741; but it may establish branch offices at any other points deemed advisable by its board of directors within the State of Florida.

ARTICLE II
Term of Existence

This corporation shall have a perpetual existence.

ARTICLE III
Nature of Business

The purpose or purposes for which the corporation is organized is to engage or transact in any and all lawful activities or business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by any other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the State, territory, district, or possession of the United States, or by the foreign country.

PREPARED BY
IVAN NIEVES 439 W VINE STREET KISSIMMEE FL 34741
407 933 8572
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ARTICLE IV
Capital Structure

The maximum number of shares of stock that this corporation is authorized to have at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of \$1.00 per share.

ARTICLE V
Initial Registered Agent and Registered Office

The initial registered agent of this corporation shall be Marco A. Figueiredo Geraldine. The street address of the initial registered office of this corporation is 1622 Columbia Arms Cir., #167, Kissimmee, Florida, 34741.

ARTICLE VI
Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one (1), except for the number constituting the initial Board of Directors, the number of directors shall be decided by resolution of the shareholders.

ARTICLE VII
Initial Board of Directors

The name and street address of the member of the initial Board of Directors of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignations, removal from office or deaths:

Name	Address
Marco A. Figueiredo Geraldine	1622 Columbia Arms Cir., #167 Kissimmee, Florida 34741

ARTICLE VIII
Incorporator

The name and street address of the incorporator is:

Name	Address
Marco A. Figueiredo Geraldine	1622 Columbia Arms Cir., #167 Kissimmee, Florida 34741

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ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors or the shareholders.


ARTICLE X
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI
Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, propose by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this 25th day of APRIL, 1996.



Marco A. Figueiredo Geraldes, Incorporator

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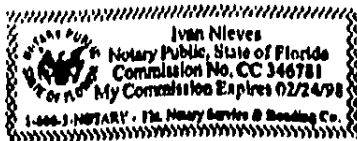
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STATE OF FLORIDA
COUNTY OF OSCEOLA

Before me personally appeared Marco A. Figueiredo Geraldson, known and known to me to be the individual described in and whom executed the above foregoing Articles of Incorporation, and acknowledged before me that the above individual executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 25th day of APRIL, 1996.

Ivan Nieves
Ivan Nieves
Notary Public, State of Florida



My commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with the Florida Business Corporation Act, the following is submitted:

That BAM USA, Corp., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Kissimmee, State of Florida, has named Marco A. Figueiredo Geraldson, located at 1622 Columbia Arms Cir., #167, Kissimmee, Florida, 34741; as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Marco A. Figueiredo Geraldson
Marco A. Figueiredo Geraldson, Registered Agent

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