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96 JUL 29 PM 1:41
LAKESIDE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation shall be BARBARA'S RECANTO
EXPORTATION & GENERAL SERVICES INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this
corporation shall be 6070 N Federal Hwy., Ste # 113, Boca
Raton, FL., 33487.

ARTICLE III - PURPOSE AND DURATION

This corporation is organized for the purpose of transacting
any and all lawful business, and shall have perpetual
existence commencing at the time of filing of the ARTICLES
OF INCORPORATION with the Department of State.

ARTICLE IV - STOCKS

The number of shares of stock that this corporation is
authorized to have outstanding at any one time is 1000 shares
at \$1.00 each par value common stocks.

ARTICLE V - RESTRICTIONS ON THE TRANSFER OF STOCKS

Shares of capital stock of this corporation shall be issued
initially to the following person in the amount set opposite
his name:

JOAO A. PIRES DE CAMPOS _____ President _____ 490 _____ shares
SANTA BARBARA RESTAURANTE E PRODUTOS NATURAIS _____
President _____ 510 _____ shares

Witness my hand and seal of the Department of State, this _____ day of _____, 1996.

be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all the shareholders and this corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than two. The name and street address of the initial directors of this corporation are:

JOAO A. PIRES DE CAMPOS _____ 6070 N Federal Hwy., suite # 113
Boca Raton, FL., 33487.

ARTICLE VII - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to offered to others.

ARTICLE VIII - SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the

of the corporation, and the act of the shareholders.

ARTICLE IX - CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X - CALLING OF SPECIAL MEETING

Special meetings of the shareholders may be called by the Board of Directors.

ARTICLE XI - BYLAWS

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

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII - RIGHT UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the common shares all receive a ratable distribution of the assets of the corporation.

ARTICLE XIV - INCORPORATORS

The name and street address of the incorporator to this

ARTICLE XIV - INCORPORATION

JOAO A. PIRES DE CAMPOS _____ 6070 N Federal Hwy., Ste. # 113,
Boca Raton, FL., 33487.

The undersigned subscriber has executed these Articles of
Incorporation this July 15, 1996.

Signature Joao Campos President

ARTICLE XV - INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation
is JOAO A. PIRES DE CAMPOS.

The street address of the initial registered agent of this
corporation is: 6070 N Federal Hwy., Ste. # 113, Boca Raton,
FL., 33487. Having been named to accept service of process
for the above stated corporation, at the place designated in
these Articles of Incorporation, 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, and I accept the duties
and obligations of section 607.326 of Florida statutes.

Agent Sign Joao Campos

Date: July 15, 1996.

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, an officer duly authorized in the State of afore-
said and in the County aforesaid, to take acknow-
ledgements, personally appeared JOAO A. PIRES
DE CAMPOS to me known to be the person described
in and who executed the same for the purpose
therein expressed.

WITNESS In my hand and official seal in the County and
State last aforesaid on this July 15, 1996.

[Handwritten signature]
NOTARY PUBLIC
State of Florida

OFFICIAL NOTARY SEAL
MARTIN H. LANDA
COMMISSION NO. CC037428
MY COMMISSION EXP. NOV. 9, 1998

My commission expires:

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96 JUL 29 PM 1:41
TALLAHASSEE, FLORIDA