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Charter Number Only

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JUL 31 11:11:05
TALLAHASSEE, FLORIDA

7/30/96 VERONICA

Requestor's Name
JOSE B. DO NACIMIENTO

Address
848 BRICKELL AVE. #625

City State ZIP Phone
MIAMI FL 33131

350-4000-0

VALIDATION ONLY

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-07/31/96--01010--038
***122.50 ***122.50

CORPORATION(S) NAME

Geobras Import, export e general services, Inc.

Empire Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- reinstatement
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Name
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Acknowledgment
W.P. Verifier

CERTIFIED COPY

96 JUL 31 AM 10:31
RECEIVED
OFFICE OF COMMERCE

F. CHASSER JUL 31 1996

CERTIFICATE OF INCORPORATION

OF

GEOBRAS IMPORT, EXPORT & GENERAL SERVICES, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

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95 JUL 31 PM 1:06
TALLAHASSEE
FLORIDA

ARTICLE I. NAME

The name of this corporation is: **GEOBRAS IMPORT, EXPORT & GENERAL SERVICES, INC.**

ARTICLE II. NATURE OF THE BUSINESS

The general nature of this business to be transacted by this corporation is: Any legal business in the State of Florida or in The United States.

To conduct business in, have one or more offices in and sell import, export, buy, hold, mortgage, convey, lease, construction and building or otherwise dispose of real and personal property, including patents, franchises, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.

To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of property, or other instruments to secure the payment to corporate indebtedment as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 1,000. (one thousand) shares of common stock having a nominal of \$1.00 Par/value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business with is \$ 1,000.00 (One Thousand 00/000.)

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The principal address of this corporation in the State of Florida is: 16450 SW 77CT, Miami, Florida 33157. The Board of Director may, from time to time move the principal office to any other office in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one Director initially the number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. SUBSCRIBERS / STOCKHOLDERS / INCORPORATORS

The name and post office address of each subscriber and stockholder to these Articles of Articles of Incorporation are:

MILTON KOLOSSOWSKI MARTINEZ
16450 SW 77 CT, Miami, Florida 33157

President
49 % STOCK

GEOSONDA - GEOLOGIA E SONDAGEM LTDA.
Rua Para, # 330, Bairro Maria Goretti, Chapaco, Santa Catarina

51 % STOCK

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be at: 16450 SW 77CT, Miami, Florida 33157 and the registered agent being Milton kolossowski Martinez.

ARTICLE X. AMENDMENT

The Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved holders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon.


MILTON KOLOSSOWSKI MARTINEZ
President


GEOSONDA GEOLOGIA E SONDAGENS LTDA.

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

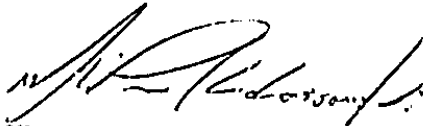
In compliance with Section 607.34 Florida Statutes, The following is submitted, in compliance with said Act:

First: That, **GEOBRAS IMPORT, EXPORT & GENERAL SERVICES, INC.** desiring to organize or qualify under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at city of Miami, County of Dade, and State of Florida has hereby named Milton Kolossowski Martinez of 16450 SW 77 CT, Miami, FL 33157 as its agent to accept services of process within this state.

Acknowledgment:

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 provision of said Act relative to keeping open said office.



**Milton Kolossowski Martinez
Register Agent.**

RECORDED
MILWAUKEE, FLORIDA

95 JUL 31 PM 1:06

STATE OF FLORIDA

SS


COUNTY OF DADE

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95 JUL 31 PM 1:06
MILWAUKEE, FLORIDA

I HEREBY CERTIFY : That on this day, before me, a Notary Public the undersigned authority, duly authorize to administer oaths and take acknowledgments, personally appeared, MILTON KOLOSSOWSKI MARTINEZ of GEOBRAS IMPORT, EXPORT & GENERAL SERVICES, INC a Florida Corporation. Who after being duly sworn, executed the foregoing Articles of Incorporation and acknowledge before me that the subscribers to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, on this 30th day of the month of July, 1996.

FILED

Martin R. Landa
NOTARY PUBLIC SEAL

OFFICIAL NOTARY SEAL
MARTIN R LANDA
COMMISSION NO. CC35123
MY COMMISSION EXP. NOV 9, 1996

MY COMMISSION EXPIRES: