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**SIR TAX**

Accounting, Consulting, Strategic Tax Planning, & IRS Representation.  
2019 Tyler Street \* Hollywood, FL 33020 \* Telephone (305) 922-1903 \* Facsimile (305) 926-6770

Of Counsel: R. Kevin Cross, E.A., Enrolled Agent, Accountant, & Tax Consultant.

R. Kevin Cross, E.A., is  
enrolled to represent taxpayers  
before the Internal Revenue Service

5 August 1996

Department of State  
Division of Corporations  
Attn.: New Filings Section  
P.O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
8-5-96

200001918572  
08/09/96--01099--010  
\*\*\*\*122.50 \*\*\*\*122.50

Ref.: Compu - BR, Inc.

Dear Sirs:

Please incorporate the above referenced corporation effective  
August 5, 1996.

Thank you for your continued assistance in these matters.

Sincerely,

  
R. Kevin Cross, E.A.  
Accountant & Tax Consultant.

RKC/compu-br, inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 AUG -9 PM 2:01

FILED

8-13-96  
KR

EFFECTIVE DATE  
8-5-96

ARTICLES OF INCORPORATION  
OF  
COMPU - BR, INC.

FILED  
96 AUG -9 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: COMPU - BR., INC.

The principal place of business of this corporation shall be: 4331 North Federal Highway, Suite 301, Fort Lauderdale, Florida 33308.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the; United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at NO par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, effective date August 5, 1996.

ARTICLE V - OFFICERS & DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Mr. Claudio Monteiro  
1631 NE 114th Street  
Miami, Florida 33181

Frey Johnsson  
4331 North Federal Highway / Suite 301  
Fort Lauderdale, Florida 33308

ARTICLE VI - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Mr. Claudio Monteiro  
1631 NE 114th Street  
Miami, Florida 33181

Frey Johnsson  
4331 North Federal Highway / Suite 301  
Fort Lauderdale, Florida 33308

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this Fifth day of August 1996.

Signature(s) of Incorporator(s)

Claudio Monteiro  
Frey Johnsson  
\_\_\_\_\_  
\_\_\_\_\_

STATE OF FLORIDA.  
COUNTY OF BROWARD.

THE FOREGOING instrument was acknowledged and sworn to before me this Fifth day of August, 1996, by Mr. Frey Johnsson & Claudio Monteiro of Compu - BR, Inc.

(Notary Public)

Margaret K. Cross

My Commission Expires: 4/21/98

MARGARET K. CROSS  
Notary Public, State of Florida  
My Comm. Expires Apr. 21, 1998  
No. CC 366603  
Bonded Thru Official Notary Service

(SEAL)

**CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE** Pursuant to the provisions of Section 607.325, 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.

The name of the corporation is:

COMPU - BR, INC.

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

Claudio Monteiro  
1631 NE 114th Street  
Miami, Florida 33181

FILED  
55 AUG -9 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SIGNATURE Claudio Bernardo Monteiro  
(Corporate Officer)

TITLE: PRESIDENT & C.E.O.

DATED: August 5, 1996.

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Claudio Bernardo Monteiro  
(Registered Agent)  
DATED: AUGUST 5, 1996.