

Chapter Number Only  
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8-16-96

Knightbridge consultants

155 S. Miami Ave. Ph-1

Miami, FL 33130

#539-1039

VALIDATION ONLY

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CORPORATION(S) NAME

Lucky of America, Inc.

FILED  
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TALLAHASSEE, FL 32304

Empire Toll Free: 1-800-432-3026

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Walk In                   | <input type="checkbox"/> Call If Problem    | <input type="checkbox"/> Mail Out                   |
| <input type="checkbox"/> Will Wait                 | <input checked="" type="checkbox"/> Pick Up |   |

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DIVISION OF CORPORATION

Name
Availability
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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

**ARTICLES OF INCORPORATION**  
**OF**  
**LUCKY OF AMERICA, INC.**

The undersigned, hereby for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, declare:

**ARTICLE I - NAME**

The name of the corporation shall be **LUCKY OF AMERICA, INC.**

**ARTICLE II - ACTIVITY**

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III - MAXIMUM SHARES**

The maximum shares of stock, at ten cents (\$0.10) par value, that this Corporation is authorized to have outstanding at any time is **One Thousand (1,000) shares.**

**ARTICLE IV - AMOUNT OF INITIAL CAPITAL**

The amount of capital with which this Corporation shall begin business will not be less than **One hundred dollars (\$100.00) Dollars.**

**ARTICLE V - CAPITAL STOCK**

The capital stock of this Corporation may be issued pursuant to a plan under Section 1244, Internal Revenue Code of 1954, as amended by the Small Business Tax Provision of 1958. All of the stocks and securities in lien of cash or at a just valuation to be determined by the Board of Directors of this Corporation.

**ARTICLE VI - EXISTENCE**

This Corporation is to have perpetual existence.

**ARTICLE VII - PRINCIPAL OFFICE**

The principal office of this Corporation shall be at:

**34 S.E. 2ND AVENUE - SUITE 600  
MIAMI, FL 33131**

**ARTICLE VIII - BOARD OF DIRECTORS**

The number of the board of directors of the Corporation shall not be less than one person. No less than a majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors. The name and post office address of the first Board of Directors, who, subject to the provisions of the Certification of Incorporation, the By-laws and the acts of legislature, shall hold office for the first year of the corporation's existence, or until his successor is elected and shall be duly qualified, is:

**CLAUDIO LUIZ ABRAHÃO ..... DIRECTOR-PRESIDENT  
34 S.E. 2ND AVENUE - SUITE 600  
MIAMI, FL 33131**

**ARTICLE IX - SHAREHOLDERS**

The affirmative vote of a majority of the shareholders of this Corporation entitled to vote shall be required for the authorization of any action of the shareholders of this Corporation. The names and post office addresses of each shareholder to the articles of incorporation are as follows:

**LUCKY CORRETORA DE SEGUROS S/C LTDA. .... 510 SHARES  
RUA IGUATEMI, 252 CJ. 94  
ITAIM-BIBI - SÃO PAULO, SP, BRAZIL - 01451-010**

**CLAUDIO LUIZ ABRAHÃO ..... 490 SHARES  
34 S.E. 2ND AVENUE - SUITE 600  
MIAMI, FL 33131**

**ARTICLE X - INCORPORATORS**

The names and post office addresses of each incorporator to the articles of incorporation are as follows:

**CLAUDIO LUIZ ABRAHÃO  
34 S.E. 2ND AVENUE - SUITE 600  
MIAMI, FL 33131**