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~~TRANSMITTAL LETTER~~  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600001947536  
-09/16/96--01020--017  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: **Brasilerissimo Corporation**  
(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\_\_\_ \$70 \_\_\_ \$78.75 XX \$122.50 \_\_\_ \$131.25

FROM: **Lorelai D. Urt**  
Name  
1101 - 101 Street  
Address  
Bay Harbour Island, FL 33154  
City, State & Zip  
(305) 864-3673  
Daytime Telephone number

**FILED**  
96 SEP 13 PM 4:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*9/16*  
NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION**  
**of**  
**Brasilerissimo Corporation**

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

**ARTICLE I**

The name of the corporation shall be:

**Brasilerissimo Corporation**

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FLORIDA  
TALLAHASSEE

**ARTICLE II**

The principle place of business and mailing address of this corporation shall be:

**1101 - 101 Street  
Bay Harbour Island, FL 33154**

**ARTICLE III**

The corporation is authorized to have outstanding one class of stock. Holders of common stock are entitled to vote on all questions required by law on the basis on one vote per share and there shall be no cumulative voting. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 500 shares at a par value of \$1 per share.

**ARTICLE IV**

The corporation shall have perpetual existence.

**ARTICLES V**

The purpose of this corporation is to act as restaurant selling prepared foods to the public.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporate objectives expressed above.

**ARTICLE VI**

The name and address of the initial registered agent is:

Lorelai D. Urt  
1101 - 101 Street  
Bay Harbour Island, FL 33154

**ARTICLE VII**

The name and address of each of the members of the initial Board of Directors and the officer(s) who shall hold office for the first year of existence of this corporation, and until their successors are elected or appointed are as follows:

**DIRECTORS:**

Lorelai D. Urt  
1101 - 101 Street  
Bay Harbour Island, FL 33154

**OFFICERS:**

Lorelai D. Urt - President  
1101 - 101 Street  
Bay Harbour Island, FL 33154

ARTICLE VIII

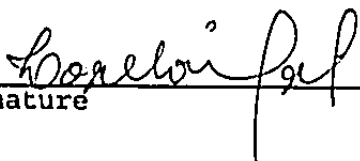
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved by vote.

ARTICLE IX

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Lorelai D. Urt  
1101 - 101 Street  
Bay Harbour Island, FL 33154

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 9th day of September, 1996.

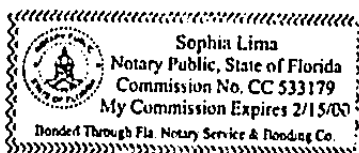
  
\_\_\_\_\_  
Signature


STATE OF FLORIDA

COUNTY OF DADE

I hereby certify that on this day, personally before me, a notary public duly authorized to take acknowledgements, Lorelai D. Urt, to be known to be the person who executed the above and foregoing Articles of Incorporation, for the purposes therein described. I relied on the following form of identification of the above named person FL driver's license.

Witness my hand and official seal at Miami Beach, Dade County, Florida this 9th day of SEPTEMBER, 1996.



  
\_\_\_\_\_  
Notary Public, State of Florida

SOPHIA LIMA

Print Name

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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.

1. The name of the corporation is: **Brasilerissimo Corporation**
2. The name and address of the registered agent and office is:


**Lorelai D. Urt**  
(Name)

**1101 - 101 Street**  
(Address-Not P.O.Box)

**Bay Harbour Island, FL 33154**  
(City, State, Zip)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Signature

9-9-96  
Date

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314