

PA7000103776

CORPORATE Contact DEBORAH SCHRODER

CORPORATION SERVICE COMPANY

(Requestor's Name)

1201 Hays Street

(Address)

(904)

Tallahassee, FL 32301 222-9171

(City, State, Zip)

(Phone #) Ext. 149

CIS Acct. # 4303929

CIS Order # 627675

OFFICE USE ONLY

AUTHORIZATION #07210000003

\$122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Idea Marketing & Publicity, Inc.  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☒ Walk in

☐ Pick up time

☒ Certified Copy (1)

☐ Mail out

☐ Will wait

☒ Photocopy (1)

☐ Certificate of Status

NEW FILINGS

☒ Profit

☐ NonProfit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

☐ Name Reservation

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

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DIVISION OF CORPORATIONS

Examiner's Initials

08/21/97

**ARTICLES OF INCORPORATION**

**OF**

**IDEA MARKETING & PUBLICITY, INC.**

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**ARTICLE I**

The name of the corporation is IDEA MARKETING & PUBLICITY, INC. (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 6 Harbor Point , Key Biscayne, Florida, FL 33149.

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 6 Harbor Point - City of Key Biscayne, County of Dade, State of Florida 33149 and the name of its initial registered agent at such office is Carlos Ziegelmeyer.

**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least two (2) Directors, with the exact number to be fixed from time to time in the manner provided in the Corporation's

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Bylaws. The number of directors constituting the initial Board of Directors is two (2), and the name and address of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Carlos Ziegelmeyer  
Rua das Barcas 430  
São Paulo, Brazil

Junia Faria  
Rua das Barcas 430  
São Paulo, Brazil

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#### **ARTICLE VII**

The name of the Incorporator is Carlos Ziegelmeyer and the address of the Incorporator is Rua das Barcas 430, São Paulo, Brazil.

#### **ARTICLE VIII**

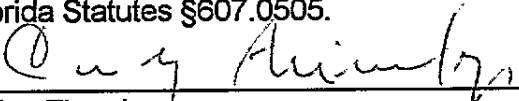
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this December of 1997.

  
\_\_\_\_\_  
Carlos Ziegelmeyer, Incorporator

#### **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of IDEA MARKETING & PUBLICITY, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
\_\_\_\_\_  
Carlos Ziegelmeyer

Dated: December, 1997