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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
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NAME: COMPSTAND IMPORT & EXPORT, INC.

AUDIT NUMBER.....H98000012232

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 607, Florida Statutes, adopt(s) the following Articles of Incorporation of such corporation:

ARTICLE I - NAME AND PLACE OF BUSINESS

The name of the Corporation shall be:

COMPSTAND IMPORT & EXPORT, INC.

The principal place of business of this Corporation shall be:

5472 International Drive
Orlando, FL 32819

ARTICLE II - TERM OF EXISTENCE

The period of the duration of this Corporation is perpetual unless dissolved according to law.

ARTICLE III - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a nominal par value of \$1.00 per share.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is \$10,000.00.

ARTICLE VI - DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders.

PREPARED BY: BARRY BRUMER, ESQ.
5728 Major Blvd. Ste. 211
Orlando, Fl. 32819
(407) 363-2900
FL BAR # 0105260

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ARTICLE VII - STOCK SUBSCRIBERS

The name and address of the stock subscriber is:

NAME: MAKRO CONSULTORES ASSOCIADOS S/C LTDA
ADDRESS: Av. Nazare, 272 / 904
Belem, Para, Brazil 60%

NAME: Paulo Nunes Barbosa de Melo
5936 Jody Way 40%
Orlando, FL 32819

ARTICLE VIII - OFFICERS

The name and address of each Officer of this Corporation, and their offices in the Corporation are:

NAME: Paulo Nunes Barbosa de Melo
OFFICE: President

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors, proposed to them by the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the Stockholders sign a written statement manifesting their intention on a certain amendment to these Articles of Incorporation be made.

ARTICLE X - INCORPORATOR

The incorporator of these Articles of Incorporation is Barry N. Brumer, Esquire, 5728 Major Blvd, Suite 211, Orlando, FL 32819.

ARTICLE XI - REGISTERED AGENT

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The initial registered agent, for notices and service of process, is Barry N. Brumer, Esquire, 5728 Major Blvd, Suite 211, Orlando, FL 32819.


Barry N. Brumer, Esquire

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared Barry N. Brumer, Esquire, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

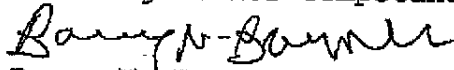
WITNESS my hand and official seal in the County and State aforesaid this 29th day of June, 1998.


Notary Public
State of Florida at Large
My Commission Expires:

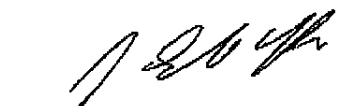
NOTARY PUBLIC STATE OF FLORIDA
JO ELLEN BRUMER
COMMISSION # CC667358
EXPIRES 7/29/2001
BONDED THRU ASA 1-888-NOTARY1

ACCEPTANCE BY REGISTERED AGENT

Barry N. Brumer, Esquire, does hereby accept his appointment as registered agent for Compstand Import & Export, Inc.


Barry N. Brumer, Esquire

The above instrument was sworn to and subscribed before me this 29th day of June, 1998.


Notary Public
State of Florida at Large
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
JO ELLEN BRUMER
COMMISSION # CC667358
EXPIRES 7/29/2001
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