

P980000 92375
TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: BRAZILIAN AVENTURA INC.

I enclose an original and __ copy(ies) of the Articles of Incorporation for the above corporation and a check in the amount of \$ 70.00.

SIGNED: _____

From:

Ruben D. Toro

Name

7345 SAND LAKE RD. SUITE 202

Address

ORLANDO FL 32819

City State Zip

(407) 370-6445

Telephone Number

600002675846--0
-10/29/98-01073-008
*****70.00 *****70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BRAZILIAN AVENTURA INC.

ARTICLE I NAME

The name of the corporation shall be: BRAZILIAN AVENTURA INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

2365 SUNNY ISLES BLVD. STE. 181
N. MIAMI BEACH FL 33160

The mailing address of this corporation shall be:

7345 SAND LAKE RD. STE. 202
ORLANDO FL 32819

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 SHARES OF THE PAR VALUE OF \$ 1.00 EACH.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

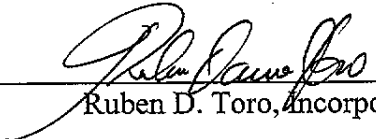
RUBEN D. TORO
7345 SAND LAKE RD. STE. 202
ORLANDO FL 32819

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

RUBEN D. TORO
7345 SAND LAKE RD. STE. 202
ORLANDO FL 32819

The undersigned has executed these Articles of Incorporation this 8TH day of October 1998.



Ruben D. Toro, Incorporator

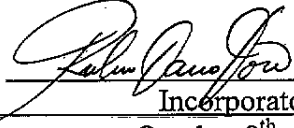
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:
BRAZILIAN AVENTURA INC.

2. The name and address of the registered agent and office is:
RUBEN D. TORO
7345 SAND LAKE RD. SUITE 202
ORLANDO FL 32819

Signature: 
Title: Incorporator
Date: October 8th, 1998

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TALLAHASSEE, FLORIDA

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 ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER 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: 
Date: October 8th, 1998