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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BLUE REEF OF SOUTH FLORIDA, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BLUE REEF OF SOUTH FLORIDA, INC.

The undersigned subscriber to these Articles of Incorporation, the natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation will be:

BLUE REEF OF SOUTH FLORIDA, INC.

ARTICLE II - PURPOSES/NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

A) Any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is One Thousand (1,000) shares of common stock, having a of par value of One Dollar (\$1.00) per share. The amount to be paid for each share shall be fixed by the Board of Director, but in no event shall be less than \$1.00.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

This instrument prepared by
MAURO C. SANTOS, ESQ.
25 S.E. 2nd Avenue, Suite 1235
Miami, Florida 33131
Florida Bar No. 516759
(305) 371-5252

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ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is more than One Thousand Dollars (\$1,000.00).

ARTICLE VI - ADDRESS

The initial address of the principal office of this

25 S.E. 2nd Avenue, Suite 1235
Miami, Florida 33131

The Board of Directors may from time to time move the principal offices to any other address.

ARTICLE VII - REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for the corporation shall be Mauro C. Santos, and the registered office shall be located at Ingraham Building, 25 S.E. Second Avenue, Suite 1235, Miami, Florida 33131, or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State.

ARTICLE VIII - DIRECTORS

This corporation shall have not less than one director as set forth in the By-Laws. The names and street address of the first members of the Board of Directors of this corporation, who, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

NAME	ADDRESS
HENRIQUE JORGE DUARTE BRANDAO	Rua Debret 79 - 9/10 & 13 andar Rio de Janeiro, RJ Brazil CEP 20030-080
JANIA LUCIA DE ARAUJO BRANDAO	Rua Debret 79 - 9/10 & 13 andar Rio de Janeiro, RJ Brazil CEP 20030-080

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ARTICLE IX - SUBSCRIBER

The name and street of the subscriber of the Articles of Incorporation:

NAME	ADDRESS
MAURO C. SANTOS	25 S.E. 2 nd Ave. Suite 1235 Miami, Florida 33131.

ARTICLE X - AMENDMENTS

These articles of Incorporation may be amended in the manner provided in the By-Laws. Every Amendment shall be approved by the Board of Directors, proposed by then to the stockholder's meeting by majority of the stock entitled to vote thereon, unless all the Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

In Witness Whereof, I have hereunto set my hand and seal at Miami-Dade County, Florida this 25th day of JANUARY, 1999.


MAURO C. SANTOS

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept services or process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


MAURO C. SANTOS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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