P9900038199

4348 NW 4th Avenue Pompano Beach, FL 33064

April 12, 1999

DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314 900002842739--2--04/16/99--01097--017 ****122.50 *****78.75

Re: Filing Articles of Incorporation
THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, Inc.

Dear Sir/Madam:

Enclosed, please find a draft made out to the Secretary of State in the amount of one hundred and twenty-two dollars and fifty cents (\$122.50) to cover the cost for the incorporation of THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, Inc. and for a certified copy.

Kindly send the certified copy to my office at the address shown above.

Should you require any further information regarding the above referenced matter, please free to contact me at your earliest convenience.

Sincerely yours,

Helio O'Defaria

Encl

W - 9253



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 19, 1999

HELIO DEFARIA 4348 N.W. 4TH AVE. POMPANO BEACH, FL 33064

SUBJECT: THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, INC.

Ref. Number: W99000009253

We have received your document for THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith Document Specialist

Letter Number: 499A00020191

ARTICLES OF INCORPORATION OF THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is:

THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, Inc.

ARTICLE II

The existence of the corporation shall begin on:

April 20, 1999.

ARTICLE III

The street address of the principal office of the Corporation is:

4348 NW 4th Avenue Pompano Beach, FL 33064

For All Mailing:

MOVEDASAGE > SAME AS ABOVE.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 3300, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 4348 n.w. 4th Ave.

Pompano, FII 33064

The initial registered agent for the Corporation at that address is HELIO C. DEFARIA

99 APR 27 PM 4: 00
SECRETARY OF STATE
AND ANASSEE, FLORID

ARTICLE VI

The initial board of directors shall consist of Three (3)members. The names and address of the persons who will serve on the initial board of directors are:

Name

HELIO C. DEFARIA

4348 NW 4th Avenue

Pompano Beach, FL 33064

FRANCISCO FERRAZ

4348 NW 4th Avenue

Pompano Beach, FL 33064

CARLOS SANCHEZ

4348 NW 4th Avenue

Pompano Beach, FL 33064

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name

Address

HELIO C. DEFARIA

4348 NW 4th Avenue

Pompano Beach, FL 33064

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 12 TH day of April 12, 1999.

C. DEFARIA Name: I

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE COMMERCE JORNAL DO COMERCIO BRASILEIRO, Inc. at the place designated in the articles of incorporation; the undersigned is familiar with and accepts the obligations of that position pursuant to F. 607.0501(2)

Date: April 12, 1999