

P9900050288
TRANSMITTAL LETTER

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

FILED
99 MAY 28 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: NEWALLCAM INTERNATIONAL CORP.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

400002889644--3
-05/28/99--01071--004
*****78.75 *****78.75

FROM: Edegar A. Pinto
Name (printed or typed)

5850 Lakehurst Dr. # 150-21
Address

Orlando FL 32819
City, State & Zip

(407) 370-4633
Daytime Telephone number

6-4
15

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: NEWALLCAN INTERNATIONAL CORP.

2. The name and address of the registered agent and office is:

Joao Newton Nobrega Seixas

(Name)

2213 Metropolitan Way # 1314

(P.O. Box not acceptable)

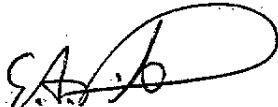
Orlando, FL 32839

(City/State/Zip)

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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)


OFFICIAL NOTARY SEAL
EDEGAR A PINTO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC636357
MY COMMISSION EXP. APR. 7, 2001

ARTICLES OF INCORPORATION OF NEWALLCAN INTERNATIONAL CORP.

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I , Name

The name of the corporation shall be:
Newallcan International Corp.

Article II, Mailing Address

The mailing address of this corporation shall be:
2213 Metropolitan Way #1314 – Orlando, FL., 32839

Article III, Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
1000 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address

The name and address of the initial registered agent is:
Joao Newton Nobrega Seixas
2213 Metropolitan Way #1314 – Orlando, FL., 32839

Article V, Incorporator.

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

Joao Newton Nobrega Seixas
Address
2213 Metropolitan Way #1314 – Orlando, FL., 32839

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Article VI, Purpose.

The purpose of this corporation shall be to commerce, sell, buy, import and export all types of merchandise goods and services, as well as to be the representative of other companies if so is desired. It will deal with international and national corporations and individuals alike, always respecting the regulations in existence. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Joao Newton Nobrega Seixas - President, Treasurer, Secretary and Director.

Postal address at:

2213 Metropolitan Way #1314 – Orlando, FL., 32839

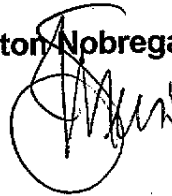
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Affidavit

State of Florida, Orange County.

Before me this day personally appeared Joao Newton Nobrega Seixas, who being duly sworn, deposed and said that he is the Incorporator of Newallcan International Corp., and is hereby duly authorized, responsible and apt to incorporate according to the Statutes of the State of Florida.

Joao Newton Nobrega Seixas



Sworn to and subscribed before me this May 24, 1999.


Notary Public

OFFICIAL NOTARY SEAL
EDEGAR A PINTO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC636357
MY COMMISSION EXP. APR. 7, 2001