

P99000091/31

Requester's Name

MAF & ASSOCIATES

P.O. BOX 177

POMPANO BEACH, FL 33061

FILED

99 OCT 11 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300003010639-1
-10/11/99-01034-006
*****78.75 *****78.75

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. MAF & Associates, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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|------------------------------------|---------------------------------------|--|
| <input type="checkbox"/> Walk in | <input type="checkbox"/> Pick up time | <input type="checkbox"/> Certified Copy |
| <input type="checkbox"/> Mail out | <input type="checkbox"/> Will wait | <input type="checkbox"/> Certificate of Status |
| <input type="checkbox"/> Photocopy | | |

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
MAF & ASSOCIATES, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the Florida Law and Florida Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of this corporation is MAF & Associates, Inc.

ARTICLE II: DURATION

The period of its duration is perpetual.

ARTICLE III: NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the Laws of the United States and State of Florida, except that this corporation shall not conduct a safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building or loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE IV: CAPITAL STOCK

The corporation is allowed to have outstanding at any one time 500 shares of common stock, having a par value of \$ 1.00 per share.

The percentage of stock distribution among the directors is:

Mauricio Aristoteles Freitas with 40 % of the stocks.
Elisiane Alves Fernandes with 20% of the stocks
Dario Curti with 30% of the stocks
Roger Goncalves Leal with 10% of the stocks

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation are as follows:

Agent:

Mauricio Aristoteles Freitas
1000 E. Atlantic Blvd., Suite 100
Pompano Beach, FL 33060

or

P.O. Box 177
Pompano Beach, FL 33061

Office:

MAF & Associates, Inc.
1000 E. Aatlantic Blvd., Suite 100
Pompano Beach, FL 33060

ARTICLE VI: DIRECTORS

This corporation shall have four (4) four directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the By Laws of the corporation in the manner provided by law, but shall never be less than one (1). The name of the initial directors of the corporation are:

Mauricio Aristoteles Freitas
P. O. Box 177
Pompano Beach, FL 33061

Dario Curti
900 E. Atlantic Blvd., # 9
Pompano Beach, FL 33060

Elisiane Alves Fernandes
Rua Mali 84, Apto. 103
Porto Alegre-RS-Brazil

Roger Goncalves Leal
Rua Felipe Nery, 406, Conj. 202
Porto Alegre-RS- Brazil

ARTICLE VII: INCORPORATORS

The name and address of the incorporators signing these Articles of Incorporation are:

Mauricio Aristoteles Freitas
P.O. Box 177
Pompano Beach, FL 33061

Dario Curti
900 E. Atlantic Blvd., # 9
Pompano Beach, FL 33060

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX: NON-RESIDENT DIRECTORS

Directors need not be residents of this State or shareholders unless Articles of Incorporation or By-Laws so require.

ARTICLE X: BY-LAW AMENDMENTS

The power to adopt, alter, amend, or appeal the By-Laws of this corporation shall be vested in the shareholders.

**ARTICLE XI: RESTRICTION ON AUTHORITY TO MORTGAGE OR
PLEDGE ASSETS**

The Board of Directors of the corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment or performance of any obligation of the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of 51% of the shares of the corporation entitled to vote thereon and not otherwise.

ARTICLE XII: INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the Incorporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF the undersigned incorporators executed these Articles of Incorporation this 8th day of October 1999


Mauricio Aristoteles Freitas


Dario Curti

State of Florida
County of Broward

Before me, the undersigned authority this day personally appeared Mauricio Aristoteles Freitas and Dario Curti to me known to be persons who executed the foregoing Articles of Incorporators, they acknowledged before me that they executed such instrument.

Dated this 08 day of October 1999

Notary Public
My Commission Expires:


Marcio Silva
My Commission CC819633
Expires March 21, 2003



FILED
99 OCT 11 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OR DOMICILE FOR THE
SERVICE OR PROCESS WITHIN THE STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

**In pursuance of Section 48.091, Florida Statutes, the following is submitted
in compliance with said Act.**

That MAF & Associates, Inc., a corporation organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at, 1000 East Atlantic Boulevard, Suite 100, Pompano Beach, Florida 33060, has appointed Mauricio Aristoteles Freitas, Its agent to accept service of process within the State.

ACKNOWLEDGMENT

HAVING BEEN named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Mauricio Aristoteles Freitas

State of: *Florida*
County of: *Deecond*

BEFORE ME, the undersigned authority this day personally appeared Mauricio Aristoteles Freitas to me known to be the person who executed the foregoing Articles of Incorporation, he acknowledged before me that he executed such instrument.

DATED this *08* day of *October* 19 *99*

Notary Public


Marcio Silva
My Commission CC819633
Expires March 21, 2003