

TRANSMITTAL LETTER

P9600009521

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

SUBJECT: L L A PARTNERS, INC.  
(Proposed corporate name - must include suffix)

200001889162  
-01/26/96--01056--012  
\*\*\*\*122.50 \*\*\*\*122.50

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

FROM:

DONALD SUTTON  
SUTTON & ASSOCIATES  
5850 LAKEHURST DRIVE SUITE 100  
ORLANDO FL 32819-8386

FILED  
96 JAN 26 AM 7:42  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

City, State & Zip

407-345-8282

Daytime Telephone number

CHESSEB JAN 31 1996

**ARTICLES OF INCORPORATION  
OF  
L&A PARTNERS, INC.**

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:  
L&A Partners, Inc.

**Article II, Mailing Address**

The mailing address of this corporation shall be:  
8169 Diamond Cove Circle, Orlando, FL., 32836.

**Article III, Shares**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:  
20,000 Shares with \$ 1.00 Par Value.

**Article IV, Initial Registered Agent and Street Address**

The name and address of the initial registered agent is:  
Luiz Alberto da Cruz Ferreira  
8169 Diamond Cove Circle.  
Orlando, FL., 32836

**Article V, Incorporator.**

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

Luiz Alberto da Cruz Ferreira

**Address**

8169 Diamond Cove Circle.  
Orlando, FL., 32836

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TALLAHASSEE, FLORIDA

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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. This Corporation will trade with international and national corporations and individuals alike, always respecting the regulations existing in those areas. 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:**

**Luiz Alberto da Cruz Ferreira - President, Treasurer, Secretary and Director**

**Postal address at:**

**8169 Diamond Cove Circle.  
Orlando, FL., 32836**

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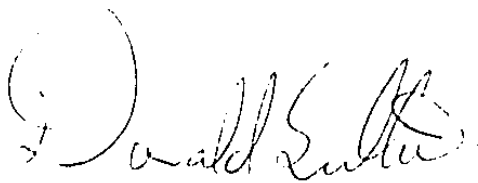
**Affidavit**

**State of Florida, Orange County.**

**Before me this day personally appeared Luiz Alberto da Cruz Ferreira , who being duly sworn, depose and say that he is the Incorporator of L&A Partners, Inc. and is hereby duly authorized, responsible and apt to incorporate according to the Statutes or the State of Florida.**

  
**Luiz Alberto da Cruz Ferreira**

**Sworn to and subscribed before me this January 25th , 1996.**



**Donald Sutton  
Notary Public**

**DONALD A. SUTTON**  
Notary Public, State of Florida  
My Comm. Expires May 31, 1998  
No. CC 376691  
Bonded Thru Official Notary Service



**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: L L A PARTNERS, INC.

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

LUIZ A. C. FERREIRA  
(Name)  
8169 DIAMOND LOVE CIR.  
(P.O. Box not acceptable)  
ORLANDO, FL, 32836  
(City/State/Zip)

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STATE OF FLORIDA  
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]*  
(Signature)

*[Signature]*

DONALD A. SUTTON  
Notary Public, State of Florida  
My Comm. Expires May 31, 1998  
No. CC 376691  
Bonded thru Official Notary Service