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KLAYMAN & ASSOCIATES, P.C.

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April 11, 1997

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

Attention: New Filings.

Dear Sir or Madam:

We are enclosing two copies of the articles of incorporation for our client, the Croissy Corporation of America, along with a check for \$122.50 for the incorporation and for a certified copy. Please send any materials back to us at 501 School St., S.W., Suite 700, Washington, DC 20024. If you have any questions, please feel free to contact us by telephone at (202) 646-5160, or by fax at (202) 646-5199. Thank you.

Sincerely,

KLAYMAN & ASSOCIATES, P.C.

Marc Goldstein

Marc Goldstein

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North America

Washington, D.C.

Miami/W. Palm

Of Counsel

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Bangkok, Thailand

Hong Kong

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Bogota, Colombia

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
CROISSY CORPORATION OF AMERICA

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

ARTICLE 1 – NAME

The name of the corporation ("Corporation") is Croissy Corporation of America.

ARTICLE 2 – ADDRESS

The street address of the principal office of the Corporation is 7540 Plantation Road, Plantation, Florida, 33317.

ARTICLE 3 – SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1000), 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. The initial distribution of shares shall be as follows: six hundred (600) shares to Mr. Thierry Van Rompa, and four hundred (400) shares to Mr. Francis Van Rompa.

ARTICLE 4 – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Larry Klayman, Esq., International Place Suite 3920, 100 S.E. 2nd St., Miami, Florida 33131.

ARTICLE 5 – DIRECTORS

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

Mr. Thierry Van Rompa
Mgr. Van Nuffelstraat 17
2800 Mechelen
BELGIUM

Mrs. Kristin Van Rompa-Peremans
Mgr. Van Nuffelstraat 17
2800 Mechelen
BELGIUM

Mr. Francis Van Rompa
Duivenstraat 44/301
2800 Mechelen
BELGIUM

ARTICLE 6 – INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are

Mr. Thierry Van Rompa
Mgr. Van Nuffelstraat 17
2800 Mechelen
BELGIUM

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this

31 day of March, 1997.



Signature

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Croissy Corporation of America at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

4/14/97
Date

[Signature]
Signature

Larry Klayman

Printed Name