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TRANSMITTAL LETTER

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

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*****78.75 *****78.75

SUBJECT: LA FEMME, INC.

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

USD \$ 78.75 for the Filing Fee and Certified Copy.

From:

Name: Ines C. Arroyo
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

Daytime phone: 305-408-1516

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF

La Femme, Inc.

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

ARTICLE I. CORPORATE NAME

The name of the Corporation shall be:
La Femme, Inc.

ARTICLE II. DURATION

The corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the under the laws of the United States and the State of Florida.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one dollar (\$1.00) par value Common Stock, which shall be designated " Common Shares."

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The principal office and the mailing address of the corporation is:

Name: La Femme, Inc.
Address: 8861 SW 142nd Ave. #9-32
City- State and Zip code: Miami - Florida 33186

The name and street address of the registered agent of this corporation is:

Name: Ines Cinthya Arroyo
Address: 8861 SW 142nd Ave. #9-32
City- State and Zip code: Miami - Florida 33186

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the company By-laws, but shall never be less

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than one (1). The name and addresses of the initial directors of the corporation are as follows:

Name: Ivan Arroyo Tovar - President
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

Name: Ines C. Arroyo - General Manager
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

Name: Rosa Santos de Arroyo - Corporate Secretary
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

Name: Ricardo Fung - Treasurer
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

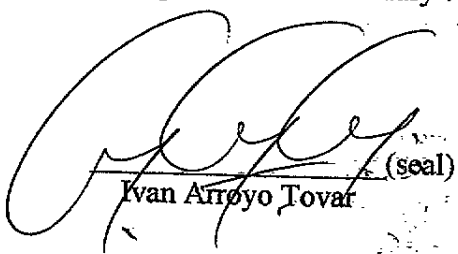
ARTICLE VII INCORPORATORS

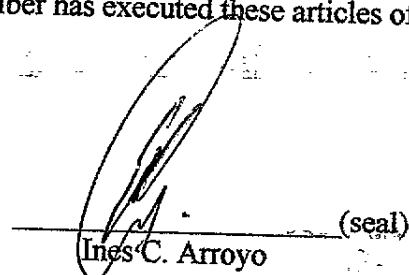
The name and addresses of the incorporators are as follows:

Name: Ivan Arroyo Tovar
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

Name: Ines C. Arroyo
Address: 8861 SW 142nd Ave. #9-32
City: Miami
State: Florida 33186

In witness whereof, the undersigned subscriber has executed these articles of incorporation this February 7, 2000.


Ivan Arroyo Tovar (seal)


Ines C. Arroyo (seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF
La Femme, Inc.**

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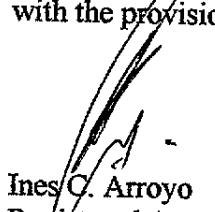
Pursuant to Florida Statutes Section 48.091 and 607.0501, the following is submitted:

The aboved named corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of the Incorporation at:

8861 SW 142nd Ave. #9-32, Miami FL 33186, has named Ines C. Arroyo, located at the aforesaid address, as its registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Ines C. Arroyo
Registered Agent