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TRANSMITTAL LETTER

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

01 MAR 12 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

SUBJECT:

Le TOP ENTERPRISES, Inc.

(Proposed corporate name - must include suffix)

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

\$70.00 for Filing Fee.

From: François A. Bonetto,
2300 Griffin Road, Suite 14,
Ft. Lauderdale,
Florida 33312-5961.

Tel.: Day (954) 620-7487
Eve (954) 962-3401

Thank You.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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

ARTICLE I: **CORDORATE NAME:**

The name of the Corporation shall be

Le TOD ENTERPRISES, Inc.

ARTICLE II: **DURATION:**

This 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 United States of America and the State of Florida.

ARTICLE IV: **CADITAL STOCK:**

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is ***6,000*** [six thousand] shares of common stock having a nominal value or par value of ***\$1.00*** [One dollar U.S.] per share.

ARTICLE V: **INITIAL PRINCIPAL OFFICE:**

The street address of the initial principal office and, if different, the mailing address is:

Le TOP ENTERPRISES, Inc.
315 Buchanan Street,
Hollywood,
Florida 33019

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered Agent is:

Jean-Marc Menard,
315 Buchanan Street,
Hollywood,
Florida 33019.

ARTICLE VII: INITIAL BOARD OF DIRECTORS:

This Corporation shall have one (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors of the Corporation are as follow:

Jean-Marc Menard
315 Buchanan Street,
Hollywood,
Florida 33019.

Jean-Guy Latouche,
46 Coconut,
Royal Palm Park,
Hallandale,
Florida 33009.

ARTICLE VIII: INCORPORATORS:

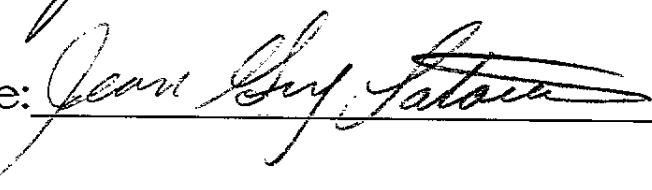
The names and street addresses of the Incorporators signing these articles of Incorporation are as follow:

Jean-Marc Menard,
315 Buchanan Street,
Hollywood,
Florida 33019.

Jean-Guy Latouche,
46 Coconut,
Royal Palm Park,
Hallandale,
Florida 33009

The undersigned Incorporators
have executed these Articles of Incorporation on
this 28th day of the month of February, A.D. 2001

Signature: 

Signature: 

NOTE: Affixing an Officer title after a signature of
an Incorporator does not constitute the
designation of Officers.

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

Le TOP ENTERPRISES, Inc.

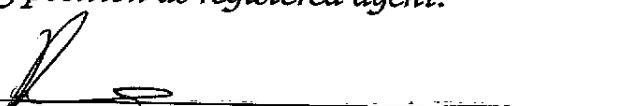
2. The name and address of the registered Agent and office is:

Jean-Marc Menard
315 Buchanan Street,
Hollywood,
Florida 33019.

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SECRETARY OF STATE
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: 

Date: This 28th day of February, A.D. 2001

DIVISION OF CORPORATIONS,
TALLAHASSEE, FLORIDA 32314

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 28th day of the month of February, A.D. 2001.



Jean-Marc Menard
Registered Agent.

STATE OF FLORIDA]
COUNTY OF BROWARD]

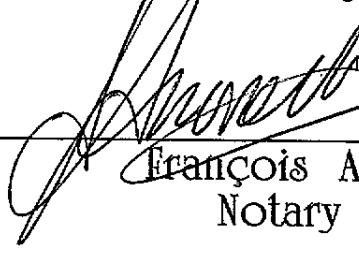
I hereby certify that on this day, before me, François A. Bonetto, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared Jean-Marc Menard know to me to be the person described as Incorporator of and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above, this 28th day of the month of February, A.D. 2001.

Seal



François A. Bonetto
Commission # GG 834861
Expires June 25, 2003
Bonded Thru
Atlantic Bonding Co., Inc.



François A. Bonetto
Notary Public

I, Jean-Marc Menard, by execution hereof, accept the designation as Registered Agent of this Corporation.



Jean-Marc Menard