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LEADING PROPERTIES, INC.

1437 NW 9TH Street
Dania Beach, Florida 33004
Telephone: (954) 605-3610

October 1, 2001

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

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 33314

FILED
01 OCT -8 AM 8:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: Leading Properties, Inc.

Dear Sir or Madam,

Enclosed please find Articles of Incorporation to be filed in your office. I have enclosed a check in the amount of \$78.75. I would appreciate a certified copy of the Articles.

Please telephone me with any questions.

Very truly yours,

By: _____


Brian Dickens
President

T. Burch OCT 9 2001

ARTICLES OF INCORPORATION
OF
LEADING PROPERTIES, INC.

FILED
01 OCT -8 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of Becoming a corporation under the laws of the State of Florida, Chapter 607, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida these Articles of Incorporation; and to that the end we do, by these Articles set forth:

ARTICLE ONE – NAME

The name of this corporation is LEADING PROPERTIES, INC.

ARTICLE TWO – DURATION

The corporation shall have a perpetual existence.

ARTICLE THREE – PURPOSE

The purpose of this corporation is to engage in any activity of business allowed and permitted to be done by corporations under the statutes of the State of Florida. The corporation shall transact and carry on any business hereinafter mentioned, and all other lawful business not herein delineated, as the need arises, as fully and to the same extent as natural persons might or could do, to wit:

- (A) To buy, renovate and sell homes and other real property and purchase and hold the stock of other corporations, make investments acquired by

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- purchase or otherwise; hold, own, mortgage, pledge, hypothecate, sell, assign, transfer or otherwise dispose of its own corporate securities, stock or other securities or real-estate or other real or personal property.
- (B) To purchase, lease, conduct, operate and negotiate to purchase or lease, and to maintain, a store or stores, offices, warehouse or other premises for sales, distribution centers, warehousing, telephone facilities, storage³ centers, or other outlets for the purpose of conducting the business of the corporation.
- (C) Generally, to make and perform contracts of any kind and description, and for the purpose of attaining any of the objectives of the corporation, to do any perform any other acts and things and to exercise any and all powers which a co-partnership or a natural person could do and exercise and which are now, or hereafter may be authorized by law, and generally do and perform any and all things necessary or incidental to the performing or carrying out of the powers hereinabove specifically delegated or implied or things which are necessary or desirable in order to accomplish them.

ARTICLE FOUR – CAPITAL STOCK

The aggregate number of share, which the corporation is authorized to issue, is 500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share. All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE FIVE – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of the corporation is 1437 N.W. 9th Street, Dania Beach, Florida 33004. The Registered Agent shall be BRIAN DICKENS whose address is 1437 N.W. 9th Street, Dania Beach, FL 33004.

ARTICLE SIX – INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2). The number of directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial director of the corporation is as follows:

Brian Dickens	1437 N.W. 9 th Street Dania Beach, FL 33004
Donald Ernst, Jr.	999 N.E. 99 th Street Miami Shores, FL 33138

ARTICLE SEVEN - INCORPORATORS

The name and address of each incorporator is as follows:

Brian Dickens	1437 N.W. 9 th Street Dania Beach, FL 33004
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ARTICLE EIGHT – INITIAL OFFICERS

Brian Dickens	President
Donald Ernst, Jr.	Secretary/Treasurer

ARTICLE NINE – SUBSCRIBERS

The names and street addresses of each subscriber and the number of

shares of stock which each agreed to take are as follows, all the proceeds which will amount to at least One Hundred (\$100.00) Dollars:

Brian Dickens	150 shares/\$150.00
Donald Ernst, Jr.	150 shares/\$150.00

ARTICLE TEN – AMENDMENTS

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

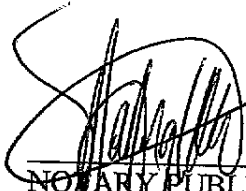
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 2 day of October, 2001.




Brian Dickens, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF _____)

The foregoing instrument was acknowledged before me this 2nd day of October, 2001 by Brian Dickens, who is personally known to me; or as identification and who did/did not take an oath.



NOTARY PUBLIC,
STATE OF FLORIDA

 Mayra Velez
My Commission CC904955
Expires February 01, 2004

**CERTIFICATE OF DESIGNATION PLACE OF BUSINESS
OR DOMICILE OF THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

01 OCT -8 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

That LEADING PROPERTIES, INC., desiring to organize under the
laws of the State of Florida, with its principal office, as indicted in the
Articles of Incorporation at the City of Dania Beach, County of Broward,
and the State of Florida, has named Brian Dickens, located at 1437 N.W. 9th
Street, Dania Beach, FL 33004, as its agent to accept service of process
within its State.

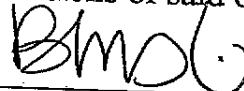


Brian Dickens
INCORPORATOR

DATED: 10/02/01

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provisions of said office.



Brian Dickens
REGISTERED AGENT

DATED: 10/02/01