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Attorneys at Law
90 State Street
Albany, New York 12207

FILED

02 AUG 16 AM 9:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Telephone (800) 342-9856
Fax (800) 354-3381

Gerald Weinberg
Lawrence A. Kirsch

AUGUST 15, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

200007161992--6
-08/16/02--01029--002
*****70.00 *****70.00

Re: LPR NORTH AMERICA INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

Lawrence A. Kirsch

Lawrence A. Kirsch

C. BLALOCK AUG 19 2002

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02 AUG 16 AM 9:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

LPR NORTH AMERICA INC.

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

ARTICLE I NAME

The name of the corporation is LPR NORTH AMERICA INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

218 South U.S. Highway 1, Suite 203
Tequesta, Florida 33469

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Katherine E. Mitchell
90 State Street
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of August, 2002.


KATHERINE E. MITCHELL

FILED

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

02 AUG 16 AM 9:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

LPR NORTH AMERICA INC.

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

BARRY COHN

(Name)

218 S. U.S. Highway 1, Suite 203

(P.O. Box NOT acceptable)

Tequesta, Florida 33469

(City/State/Zip)

*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

8-05-02