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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

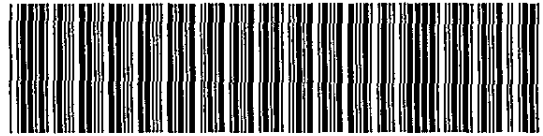
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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SCOTT H. LUTWAK, C.P.A.
Certified Public Accountant
1166 W. NEWPORT CENTER DRIVE - SUITE 114
DEERFIELD BEACH, FL 33442
(954) 426-4480

December 1, 2004

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

Re: Metropolis Company, U.S.A., Inc.

Gentlemen:

Enclosed herewith please find the following:

1. Check payable to "Department of State" for \$70.00.
2. Articles of Incorporation (2) for Metropolis Company U.S.A., Inc.

I would greatly appreciate it you would expedite the processing of this incorporation.

Please do not hesitate to contact me should you have any questions.

Sincerely,



Scott H. Lutwak

SHL/gg
Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
METROPOLIS COMPANY U.S.A., INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

METROPOLIS COMPANY U.S.A., INC.

The address of the principal office of this corporation shall be 2049 S.Ocean Drive - #408, Hallandale, FL, 33009, and the mailing address shall be the same.

ARTICLE II. NATURE OF THE BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1166 West Newport Center Drive, Suite 114, Deerfield Beach, Florida, 33442, and the name of the initial registered agent at that address is Scott H. Lutwak.

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TALLAHASSEE, FLORIDA.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the *initial member of the Board of Directors* is:

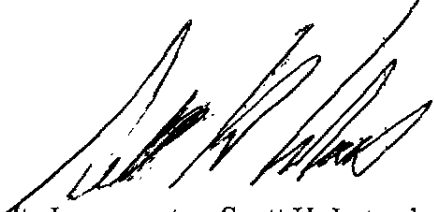
Vuletic Nenad
2049 S.Ocean Drive - #408
Hallandale, FL 33009

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to the Articles of Incorporation:

Scott H. Lutwak
1166 W.Newport Center Drive- Suite 114
Deerfield Beach, FL 33442

The undersigned incorporator has executed these Articles of Incorporation on
December 1, 2004.



Its Incorporator, Scott H. Lutwak

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

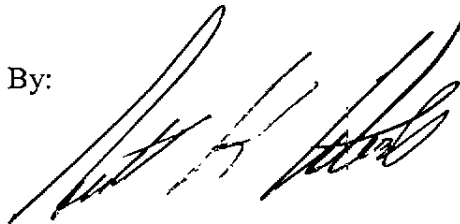
Scott H. Lutwak, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

METROPOLIS COMPANY U.S.A., INC.

Scott H. Lutwak is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By:



Typed Name: Scott H.Lutwak