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STATE

FLORIDA PROFIT CORPORATION OR P.A.

stephane dupont, p.a.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

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TALLAHASSEE FLORIDA

November 9, 2005

EMPIRE CORPORATE KIT COMPANY

SUBJECT: STEPHANE DUPONT, P.A.
REF: W05000050490

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The specific nature of business of the professional association must be stated in the document.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
NEW FILINGS

FAX Aud. #: E05000259563
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

STEPHANE DUPONT, P.A.

I, the undersigned, do hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: **STEPHANE DUPONT, P.A.** with its principal office address at 1820 E. Hallandale Beach Blvd., Hallandale, Florida 33009.

ARTICLE II

The corporation is organized as a law firm (professional association) for the following purposes:

A. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

B. To conduct all types of businesses and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in any and all foreign countries.

C. To engage in, render or carry on any service or other business as principal or agent, with powers to let contracts for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of the Corporation.

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operate, subdivide, lease, mortgage, sell and otherwise deal in, for cash or credit, by conveyance.

E. To factor, lend or borrow money, be a surety and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidences thereof, and mortgages, trust deeds, pledges or other securities for the payment of same.

F. To act as agent, broker or attorney-in-fact for any persons, firms or corporations in buying, selling and dealing in real or personal property or services of whatsoever kind or nature, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to.

G. To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly; and to pay for same in cash, stocks or bonds of the Company or otherwise.

H. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other rights or interests therein and thereunder.

I. To purchase, subscribe for, or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes evidencing shares of or interest in common law trust, trusts, and trust estates or associations, certificates or trust or beneficial interests in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in or promote commercial, mercantile,

financial and industrial enterprises and operations.

J. To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital or for any other object in or about its business of affairs and without limit as to amount; and to secure the payment of money in any lawful manner.

K. To enter into any partnership, limited or general, as Limited or General Partner, or both, and to enter into any other arrangement for profit-sharing, union of interest, or corporation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority in the carrying on of any business or transaction deemed necessary, convenient, or incidental to carrying out any of the purposes of this Corporation.

L. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the Corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders, quorum or vote.

M. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the Corporation, either as holders of, or interest in any property or otherwise.

N. To exercise all of the powers which are now or may here-after be conferred upon corporations generally by the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding

at any one time is Five Hundred (500) shares at One and 00/100 (\$1.00) Dollar par value each, no pre-emptive rights, non-assessable. Such shares are to consist of one class only.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

The street address of the initial registered office is: c/o Mark Perlman, P.A.: 1820 E. Hallandale Beach Blvd., Hallandale, Florida 33009, and the name of the initial registered agent of this corporation at that address is STEPHANE DUPONT. The corporation may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE VI

The Board of Directors of this corporation shall consist of not less than one (1) member, initially. The number may be increased or diminished from time to time, but shall never be less than one (1) member.

ARTICLE VII

The names and addresses of the members of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are:

<u>NAME OF OFFICER</u>	<u>TITLE OF OFFICER</u>	<u>ADDRESS</u>
Stephane Dupont	President, Secretary and Treasurer	1820 E. Hallandale Beach Blvd. Hallandale Beach, FL 33009

ARTICLE VIII

The names and addresses of the subscribers to these Articles of Incorporation, and the number of shares of stock each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Stephane Dupont	1820 E. Hallandale Beach Blvd. Hallandale Beach, FL 33009	500

ARTICLE IX

The management and control of the business of the corporation shall be conducted under the direction of the Board of Directors by the following officers who shall be elected by the Board of Directors, to wit: a President, a Treasurer and a Secretary.

ARTICLE X

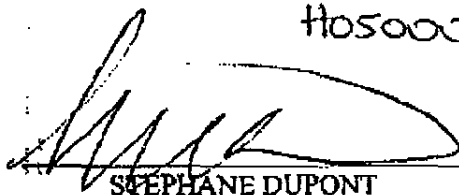
In compliance with Section 48.091, Florida Statutes, the following is submitted:

STEPHANE DUPONT, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Hallandale, State of Florida, has named **STEPHANE DUPONT, c/o Mark Perlman, P.A.** located at 1820 E. Hallandale Beach Blvd., City of Hallandale, State of Florida, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

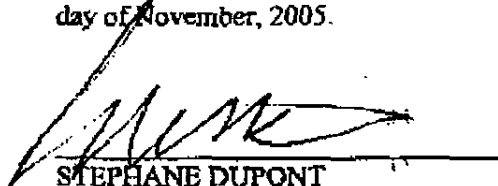
TOTAL P.08

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STEPHANE DUPONT

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this 7th
day of November, 2005.



STEPHANE DUPONT

STATE OF FLORIDA

COUNTY OF BROWARD

SS.

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the
State and County above-named to take acknowledgments, personally appeared STEPHANE
DUPONT, to me personally known and is the person 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 7th day
of November, 2005.



NOTARY PUBLIC

MARK PERLMAN
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # 00161710
EXPIRES 11/15/2008
CONSUMER TRAVEL 1-800-950-7447

My Commission Expires:

2008 NOV 10 PM 12:44
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