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Division of Corporations

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### FLORIDA/PROFIT/NON PROFIT CORPORATION

lotus property holdings, u.s.a., inc.

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# ARTICLES OF INCORPORATION OF Lotus Property Holdings, U.S.A., Inc.

### ARTICLE I - NAME

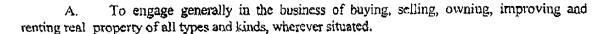
The name of the corporation is:

Lotus Property Holdings, U.S.A., Inc.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

### ARTICLE III - PURPOSE



- B. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other government, and while owner of such stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.
- C. To purchase, manufacture or otherwise acquire and to own, mortgage, sell, pledge, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, any services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, cooperative association, state fair or exposition.
- D. No recitation or declaration of special purposes or powers herein enumeration shall be deemed to be exclusive, but all lawful powers now or which may hereafter be conferred to a corporation for profit under the laws of the State of Florida are hereby included.

### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

Louis L. LaFontisce, Jr. 3121 Commodore Plaza, Suite 301 Miami, Ft. 33133 Florida Bar No. 044851 (305) 444-3121

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### ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of this corporation is:

7810 SW 54 Avenue Mismi, FL 33143

and the name and address of the initial registered agent of this corporation is:

Louis L. LaFontisee, Jr., 3121 Commodore Plaza, Suite 301 Miami, FL 33133

## ARTICLE VI - MANAGEMENT OF THE CORPORATION BY BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation shall be managed by the Board of Directors consisting of not less than one and not more than five directors elected by a majority vote of the shareholders. Each director must be over eighteen (18) years of age.

### ARTICLE VIJ - INITIAL DIRECTORS

The name and address of the initial director of this corporation is:

Edmond Boutonnet 7810 SW 54 Avenue Miami, FL 33143

### ARTICLE VIII - INITIAL OFFICERS

The names and address of the initial officer of this corporation is:

President
Edinond Boutonnet
7810 SW 54 Avenue
Miami, FL 33143

Secretary
Edmond Boutonnet
7810 SW 54 Avenue
Miami, FL 33143

### ARTICLE IX - BY LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

### ARTICLE X - SUBSCRIBER

The name and address of the person signing these Articles is:

Edmond Boutonnet 7810 SW 54 Avenue Miami, FL 33143

IN WITNESS WHEREOF, the subscribers to these Articles of Incorporation have hereunto set their hand and seal this \_\_\_\_ day of June, 2007.

Edmond Boutonnet

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

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

Lotus Property Holdings, U.S.A., Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Miami, Florida, has named:

Louis L. LaFontisee, Jr., 3121 Commodore Plaza, Suite 301 Miami, FL 33133

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the abovestated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree with the provisions of said Act relative to keeping open said office.

Louis L. LaFontisee, Jr.