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To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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FLORIDA PROFIT/NON PROFIT CORPORATION

Leanrope, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Leanrope, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
Leanrope, Inc.
4456 Nautilus Drive
Miami Beach FL 33140

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Jeffrey C. Weinstein, Esq.
5499 North Federal Highway, Suite K
Boca Raton FL 33487

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Andrew Myones
Robin Diamond
Peter Diamond
Leslie Diamond

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Mittenthal Weinstein LLP
5499 North Federal Highway, Suite K
Boca Raton FL 33487
(561) 862-0955

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$.001 per share.

Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 16, 2008.

The undersigned incorporator executed these Articles of Incorporation on October 16, 2008 .



CORPORATE CREATIONS INTERNATIONAL INC.
Taide Baez Vice President
by A. Howard as attorney-in-fact

Mittenthal Weinstein LLP
5499 North Federal Highway, Suite K
Boca Raton FL 33487
(561) 862-0955

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Leanrope, Inc.

REGISTERED AGENT/OFFICE:

Jeffrey C. Weinstein, Esq.
5499 North Federal Highway, Suite K
Boca Raton FL 33487

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JEFFREY C. WEINSTEIN, ESO.

by A. Howard as attorney-in-fact

Date: 10/16/2008.

Mittenthal Weinstein LLP
5499 North Federal Highway, Suite K
Boca Raton FL 33487
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