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407/453-0112
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March 17, 1995

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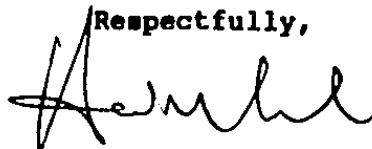
Dept. of State
Division of Corporation
PO Box 6327
Tallahassee, FL. 32314

RE: LA'CERQ
INTERNATIONAL ENTERPRISES, INC.

Dear Sir:

Enclosed please find an original and one copy of the
articles of incorporation for the above corporation and check for
\$122.50.

Respectfully,


HOWARD M. SWERBILOW

HMS/sf
Enclosure, as stated

B. REGISTER MAR 22 1995

FILED
95 MAR 21 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION
LA' CERQ INTERNATIONAL ENTERPRISES INC.

FILED
95 MAR 21 AM 8:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be: La' Cerq International Enterprises Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be : 1730 S. Banana River Dr.
Merritt Island, FL 32952

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One hundred shares of no par value stock.

ARTICLE IV INITIAL REG. AGENT

The name and address of the initial registered agent is:
Stephen Cerqua Jr.
1730 S. Banana River Dr
Merritt Island, FL 32952

ARTICLE V INCORPORATOR

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

Stephen Cerqua Jr.
1730 S. Banana River Dr
Merritt Island, FL 32952

ARTICLE VI STOCK TRANSFER

It is hereby expressly provided that no person shall be eligible to be a stockholder of this corporation except the original stockholders, their heirs, or persons designated by the board of directors.

It is also made a part of the contract of subscription to stock of this corporation, for the purchase of stock by each subscriber or purchaser, that, in order to carry out the provisions of this section every shareholder or stockholder, before selling such stock belonging to him, shall offer to sell the same to the corporation at the fair book value of such stock at the time such offer is made, and in the case of disagreement as to what such book value is at such time, such matter in dispute shall be arbitrated.

Any attempted sale of such stock to a person or persons ineligible to own stock in this corporation shall be void.

The corporation hereby reserves the right to purchase at the book value any share or shares of stock which may by any means or method become the property of persons, corporations, or associations ineligible to be stockholders in this corporation.

The provisions of this section shall be printed upon the face of, and be a part of, each and every certificate of stock issued by this corporation.

The undersigned has executed these Articles of Incorporation this

16 day of March 1995.


Stephen Cerqua Jr.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: La' Cerq International Enterprises Inc.
2. The name and address of the registered agent and office is:
Stephen Cerqua Jr. 1730 S. Banana River Dr. Merritt Island, FL.

Stephen Cerqua Jr.
Stephen Cerqua Jr.

Having been named as the person 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.

Stephen Cerqua Jr.
Stephen Cerqua Jr.

3/16/45
Date

FILED
95 MAR 21 AM 8:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA