

(SAMPLE LETTER OF TRANSMITTAL)

P95000037046

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

000001479600
-05/00/95--01149--017
***122.50 ***122.50

Re: DIMACOSE, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Registered Agent Designation for the above named corporation.

Very truly yours,

JEAN-ROBERT MENARD
(individual's name)

DIMACOSE
(name of corporation)

FILED
MAY -8 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILING ADDRESS OF CORPORATION

7424 NE 2nd Avenue

MIAMI FLORIDA, 33138

PHONE

(305) 751-0610
Area Code Number Ext.

ARTICLES OF INCORPORATION

of

DINACOSE INCORPORATED
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

DINACOSE INCORPORATED

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue FIVE HUNDRED shares (500.00) of ONE DOLLAR Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>DINACOSE</u>		
ADDRESS	<u>7424 NE 2nd Avenue</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33138</u>

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	<u>JEAN-ROBERT FLEURIMONT</u>		
ADDRESS	<u>7424 NE 2nd Avenue</u>		
CITY	<u>MIAMI</u>	FLORIDA	ZIP <u>33138</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have FIVE (5) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JEAN-ROBERT MENARD</u>		
ADDRESS	<u>150 NE 175th Street</u>		
CITY	<u>N. MIAMI BEACH</u>	STATE <u>FLORIDA</u>	ZIP <u>33162-1708</u>
NAME	<u>JACQUES CHARLES-PIERRE</u>		
ADDRESS	<u>1860 NE 154th TERR.</u>		
CITY	<u>N. MIAMI BEACH</u>	STATE <u>FLORIDA</u>	ZIP <u>33162</u>
NAME	<u>MARIE-ANGE MENARD</u>		
ADDRESS	<u>150 NE 175th Street</u>		
CITY	<u>N. MIAMI BEACH</u>	STATE <u>FLORIDA</u>	ZIP <u>33162</u>

FILED
MAY -8 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the Incorporators signing these Articles of Incorporation are as follows:

NAME <u>PAUL LAFOREST</u>		
ADDRESS <u>1055 NE 126th Street</u>		
CITY <u>NORTH MIAMI</u>	STATE <u>FLORIDA</u>	ZIP <u>33161</u>
NAME <u>MARIO DUPerval</u>		
ADDRESS <u>13180 NW 8th Avenue</u>		
CITY <u>NORTH MIAMI</u>	STATE <u>FLORIDA</u>	ZIP <u>33168</u>
NAME _____		
ADDRESS _____		
CITY _____	STATE _____	ZIP _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 25th day of April, 1995.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA)
COUNTY OF DADE) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

<u>[Signature]</u> Signature	<u>[Signature]</u> Form of Identification
<u>[Signature]</u> Signature	<u>[Signature]</u> Form of Identification
<u>[Signature]</u> Signature	<u>[Signature]</u> Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: Oct. 13, 1995.
WITNESSED THRU NOTARY PUBLIC UNDERWRITING

Witness my hand and official seal in the County and State last aforesaid this 25th day of April, 1995.

Notary Signature [Signature]
Printed Notary Signature JOSEPH M. ANTONIO

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

DIMACOSE INCORPORATED
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 7424 NE 2nd Avenue
MIAMI FLORIDA, 33138

has named JEAN-ROBERT FLEURIMOND
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

FILED
1993 MAY -8 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


(Registered Agent)