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ERIC GRANITUR

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FILED
JUN 21 1996
FBI - MIAMI

June 18, 1996

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

Re: Libellule, Inc.

40000187854-4
-06/27/96--01032--020
****122.50 ****122.50

Dear Sir or Madam:

Please find enclosed executed articles of incorporation for Libellule, Inc. and a check for \$122.50 made payable to the Secretary of State. The \$122.50 is for the fee to file the articles of incorporation and to obtain a certified copy. Please file the articles of incorporation and send a certified copy to me as soon as possible.

Please call me with any questions and/or comments.

Thank you and
very truly yours,



Eric Granitur

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B. BROWN JUL - 1 1996

ARTICLES OF INCORPORATION
OF
LIBELLULE, INC.

FILED
JUN 27 PM 3:01
MIAMI BEACH, FLORIDA

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida:

Article I.
Name

The name of this Corporation is **Libellule, Inc.**

Article II.
Principal Office

The principal office and mailing address of this Corporation is 900 Bay Drive, #422, Miami Beach, FL 33141.

Article III.
Capital Stock

The total number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$.01 per share.

Article IV.
Preemptive Rights

Each shareholder of this Corporation shall have a preemptive right.

Article V.
Initial Registered Agent

The name and street address of the initial registered agent is:

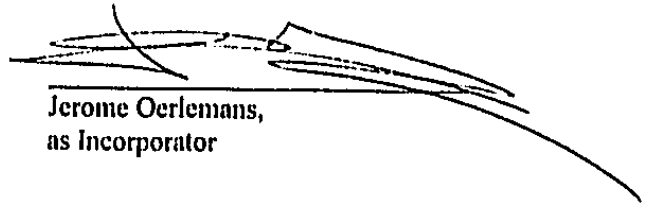
Jerome Oerlemans
900 Bay Drive
#422
Miami Beach, FL 33141

Article VI,
Incorporator

The name and street address of the Incorporator is:

Jerome Oerlemans
900 Bay Drive
#422
Miami Beach, FL 33141

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed these Articles of Incorporation this 10th day of June, 1996.

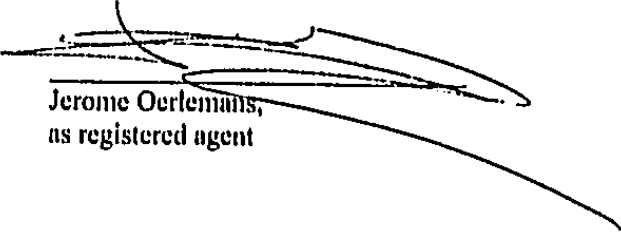


Jerome Oerlemans,
as Incorporator

**CERTIFICATE ACCEPTING DESIGNATION AS
REGISTERED AGENT**

The undersigned, having been appointed registered agent of **Libellule, Inc.** hereby accepts such designation and affirms that it is familiar with and accepts the obligations of such position pursuant to Florida Statute section 607.0505.

6/18/96
Date


Jerome Oerlemans,
as registered agent

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