

LEONETTI, INC.
1928 N.W. 21ST STREET
MIAMI, FLORIDA 33142

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January 7, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: Incorporation of Leonetti, Inc.

EFFECTIVE DATE
1-7-97

Dear Sir or Madam:

Regarding the above-captioned corporation, enclosed find an original and two copies of the Articles of Incorporation. Enclosed also find my check in the amount of \$122.50 in payment of the following:

1. Filing fee
2. Certified copy of Articles of Incorporation
3. Designation of Resident Agent

Please return a certified copy of the Articles of Incorporation, in the self-addressed, stamped envelope (enclosed herewith), at your earliest convenience.

Very truly yours,

Leon Benmargui
Leon Benmargui,
for Leonetti, Inc.

Enclosures

1/14

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
LEONETTI INC.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Leonetti, Inc.

EFFECTIVE DATE
1-2-97

ARTICLE II - TERM OF EXISTENCE

The duration of the corporation is perpetual and shall commence upon the signing of these Articles.

ARTICLE III - NATURE OF BUSINESS

The general purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar.

ARTICLE V - AGENT

The street address of the initial registered office of the corporation is: 1928 N.W. 21st Street, Miami, Florida 33142. The name of its initial registered agent at such address is: Leon Benmargui.

ARTICLE VI - DIRECTORS

The number of directors constituting the initial board of the corporation is one. The name and address of the person who is to serve as member of the initial board of directors is:

NAME

Leon Benmargui

ADDRESS

1928 N.W. 21st Street
Miami, Florida 33142

ARTICLE VII - INCORPORATORS

The names and addresses of each incorporator is:

NAME

ADDRESS

Leon Benmargui

1928 N.W. 21st Street
Miami, Florida 33142

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officers and directors, or any former officers or directors, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 7th day of January, 1997.


LEON BENMARGUI

**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 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST: Leonetti, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of Miami, County of Dade, in the State of Florida, has named Leon Benmargui, located at 1928 N.W. 21st Street, Miami, Florida 33142 its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


LEON BENMARGUI

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SECRETARY OF STATE
TALLAHASSEE FLORIDA