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LAW OFFICE OF  
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FILED

97 MAR 24 AM 9:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 20, 1997

Florida Department of State  
Division of Corporations  
409 East Gains Street  
Tallahassee, Florida 32399

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-03/24/97--01122--013  
\*\*\*122.50 \*\*\*122.50

Re: LUNA OF NORTH AMERICA, INC.

Dear Sir/Madam:

Enclosed for filing is the original and a copy of the Articles of Incorporation of LUNA OF NORTH AMERICA, INC., which is a Florida for profit corporation.

Also enclosed herewith is a check payable to the "Secretary of State" in the amount of \$122.50 to pay for the following charges:

1. Original filing fee of \$35.00;
2. Registered Agent fee of \$35.00;
3. Certified copy fee of \$52.50.

Please send a certified copy of the Articles of Incorporation to the above address in the enclosed self-addressed stamped envelope.

Thank you for your cooperation.

Sincerely,

*F. Marrero*  
Frank J. Marrero, Esq.

Enclosures  
FJM:bd

*PJT*  
*3/28/97*

**ARTICLES OF INCORPORATION**  
**OF**  
**LUNA OF NORTH AMERICA, INC.**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this Corporation is LUNA OF NORTH AMERICA, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS**

The principal place of business and mailing address of the Corporation shall be: 1747 Van Buren Street, Suite 955, Hollywood, Florida 33022.

**ARTICLE III - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE IV - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States of America and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$1.00 per share. All shares of stock issued by the Corporation shall be paid in lawful money of the United States of America or in property, the just value of which shall be fixed by the Board of Directors in the manner provided for by the laws of the State of Florida.

**ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT**

The initial registered office of this Corporation shall be 1747 Van Buren Street, Suite 955, Hollywood, Florida 33022, and the initial registered agent of this Corporation at such office shall be JOSEPH SIMS, who upon accepting this designation agrees

to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) or more than three (3). The names and addresses of the directors constituting the initial Board of Directors are:

JOSEPH SIMS  
1504 Hollywood Blvd., #A  
Hollywood, Florida 330020

LESLIE A. LLANZA  
639 S.W. 7th Court  
Hallandale, Florida 33009

**ARTICLE VIII - OFFICERS**

The affairs of this Corporation shall be managed by its Board of Directors, acting through the officers of the Corporation consisting of a President, JOSEPH SIMS, Vice President, LESLIE A. LLANZA, Treasurer, JOSEPH SIMS, and Secretary, LESLIE A. LLANZA, and any other assistant vice presidents and secretaries as may be designated in the By-Laws of the Corporation. The officers of the Corporation shall be elected in the manner set forth in the By-Laws.

ARTICLE IX - BY-LAWS

The Board of Directors shall have full power to adopt, amend, or rescind the By-Laws by majority vote.

ARTICLE X - AMENDMENT

Amendments to these Articles of Incorporation may be proposed by any shareholder, officer, or director. The Articles of Incorporation may be amended by resolution passed by a majority vote of the Board of Directors.

ARTICLE XI - INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation are:

JOSEPH SIMS  
1504 Hollywood Blvd., #A  
Hollywood, Florida 330020

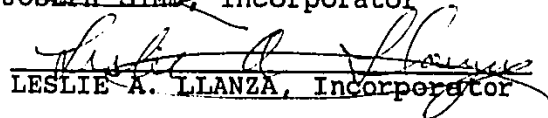
LESLIE A. LLANZA  
639 S.W. 7th Court  
Hallandale, Florida 33009

ARTICLE XII - COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence existence as of the date of subscription and acknowledgment of these Articles of Incorporation.

DATED this 20th day of March, 1997.

  
JOSEPH SIMS, Incorporator

  
LESLIE A. LLANZA, Incorporator

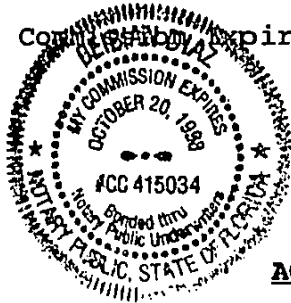
STATE OF FLORIDA )  
COUNTY OF DADE )

ss:

The foregoing Articles of Incorporation of LUNA OF NORTH

AMERICA, INC., were acknowledged before me this 20<sup>th</sup> day of March, 1997, by JOSEPH SIMS and LESLIE A. LLANZA, who are personally known to me or who have produced FLDL as identification and who did (did not) take an oath.

My Commission Expires:



Beibian Diaz  
NOTARY PUBLIC  
State of Florida at Large

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process of LUNA OF NORTH AMERICA, INC., at the place designated in the Articles of Incorporation, I, JOSEPH SIMS, agree to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open such office.

DATED this 20<sup>th</sup> day of March, 1997.

Joseph Sims  
JOSEPH SIMS, Registered Agent

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