

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
 (904) 222-1222 • 1 Rm 412 Rm 62 • Fax (904) 222-1222

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Mod Film & Company
 of U.S.A., Inc.

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[Signature] 6/24

Signature

Requested by:

DR 6/24 9:00

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- Art of Inc. File
- LLD Partnership File
- Foreign Corp. File
- L.C. File
- Memorandum Name File
- Name Reservation
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Return
- Cell Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Merger Name
- Corp Record Search
- UCC Search
- Memorandum Search
- Memorandum Owner Search
- Vehicle Search
- Outstanding Record
- UCC F or A File
- UCC F Search
- UCC F Retrieval
- Counter

RECEIVED
 97 JUN 23 AM 9:46
 STATE OF FLORIDA

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97 JUN 24 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MOD FILM AND COMPANY of U.S.A., INC.

We, the undersigned, herein associate ourselves together and make, subscribe, acknowledge and file with the Secretary of the State of Florida, Tallahassee, Florida, these Articles of Incorporation for the purposes of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be:

MOD FILM COMPANY of U.S.A., INC.

ARTICLE II

That the Corporation shall engage in the wholesale and retail sales of products of any kind and any other enterprise or business permitted by law.

ARTICLE III

The maximum number of shares of stock of this Corporation authorized to have outstanding at any time shall be 100, at \$1.00 par value.

All shares of stock shall be fully paid and non-assessable. No transfer of stock shall be binding upon this Corporation unless made upon the books of this Corporation, and all certificates of stock shall be signed by the officers as may be designated by the Board of Directors, and, until changed by the Board of Directors, they shall be signed by the President and the Secretary of the Corporation.

The common stock shall have the right at each shareholder's meeting to one vote for each share standing in his name on the books of the Corporation, which right may be exercised in person or by proxy.

ARTICLE IV

This Corporation shall begin business with a Capital of not less than \$500.00.
The undersigned incorporator does hereby state that there has already been paid into the Corporation on behalf of the subscriber set forth herein the sum of \$500.00.

ARTICLE V

This Corporation shall exist perpetually.

ARTICLE VI

The principal place of this business shall be:

1172 South Dixie Highway
Suite 403
Coral Gables, Florida, 33146

ARTICLE VII

The name and address of the first Board of Directors who shall hold office until the organizational meeting of this Corporation and until their successor(s) is/are elected and have qualified is/are:

MARIA TAMMANDER	Skeppargatun 39 11452 Stockholm, Sweden
MIKAEL FLODELL	Solparkvagen 3 17135 Solna, Sweden
JONAS FRICK	Sven Vintappares Grand 4 11127 Stockholm, Sweden
JHOAN CAMITZ	Luntnakargatan, 52 11358 Stockholm, Sweden
ANNA JONASSON	Stjarnvagen 19 181 34 Lidingo, Sweden

ARTICLE VIII

The following named individual will serve as Registered Agent, his address for service is:

Andre' R. Fournier	685 N. E. 126 th Street North Miami, Florida 33161
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ARTICLE IX

The name and address of the Officers of this Corporation who, subject to this Charter, the By-laws of this Corporation, and the Laws of the State of Florida, shall hold office for the first year of existence of this Corporation or until successors have been duly elected and qualified are:

MARIA TAMMANDER President/Director	Skeppargatun 39 1 1452 Stockholm, Sweden
MIKAEL FLODELL V. President/Director	Solparkvagen 3 17135 Solna, Sweden
JONAS FRICK V. President/Director	Sven Vintapparens Grand 4 1 1127 Stockholm, Sweden
JHOAN CAMITZ Treasurer/Director	Luntmakargatan, 52 1 1358 Stockholm, Sweden
ANNA JONASSON Secretary/Director	Stjarnvagen 19 181 34 Lidingsö, Sweden

ARTICLE X

The name and address of each subscriber of these Articles of Incorporation and the number of shares he/she agrees to take are:

Andre' R. Fournier	100 Shares
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ARTICLE XI

The Corporation has the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter described by statute, and all the rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XII

The aforementioned common stock, or any part thereof, may be issued for real property actually rendered to the Corporation, or for cash, or for the equivalent of cash, as provided by law, and in such manner, at such times and in such installments as may be prescribed by the Board of Directors. Shareholders shall have pre-emptive rights.

ARTICLE XIII

The registered corporate office of this Corporation is

685 N. E. 126th Street
North Miami, Florida 33161

IN WITNESS WHEREOF, we the undersigned, have executed these Articles of Incorporation for the uses and the purposes herein stated on this 23 day of June, 1997.

Andre' R. Fournier
Andre' R. Fournier Incorporator

**STATE OF FLORIDA
COUNTY OF DADE**

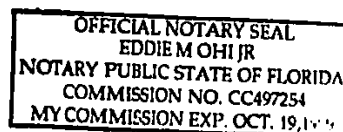
THE FOREGOING instrument was acknowledged before me this day of June , by Andre' R. Fournier , who is personally known to me or who has produced N/A , as identification and who did take an oath.

Eddie M. Ohi Jr
Notary Public, State of Florida

at Large

Eddie M. Ohi, Jr

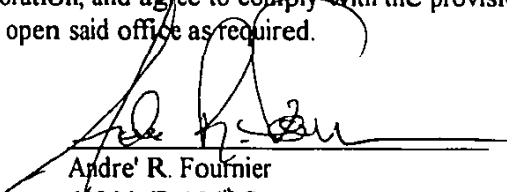
My Commission expires



**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
FOR SERVICE OF PROCESS**

Having been named as Registered Agent, I do hereby accept and agree to act in the capacity as Registered Agent for the above named corporation, and agree to comply with the provisions of Chapter 48 Florida Statutes relative to keeping open said office as required.

Dated 23 day of June, 1997.


Andre' R. Fournier
685 N. E. 126th Street
North Miami, Florida 33161

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STATE
OFFICE OF
CORPORATION

FBI/DOJ