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G. W. GARMAN & CO.

M R G L E S

3801 S OCEAN DR 4Z
HOLLYWOOD FL 33019

Telephone 954.455.9104

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 PM 4:16

11/18/97

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314
(904) 488-9000

100002353701--1
-11/21/97--01022--006
*****70.00 *****70.00

Dear Sirs/Madam:

Enclosed is an original and one (1) copy of the Articles of
Incorporation of LAROCHE EQUITY, INC. for filling
purposes.

Also enclosed is an executed original of the registered
agent's written acceptance of his appointment as registered
agent.

Also enclosed is a check for \$ 70.⁰⁰ to cover filing fees.

Please send a stamped copy of the Articles to the
undersigned at the above address.

Thank you for your prompt attention.

Very Truly Yours,

Guy Garman
FOR THE FIRM
954-455-9104

GUY GARMAN & CO.
3801 S OCEAN DR. 4Z
Hollywood, FLORIDA 33019
Phone (954) 455-9104

B. BROWN NOV 24 1997

**Articles of Incorporation
of
LAROCHE EQUITY, INC.
ARTICLE I. NAME**

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The name of this Florida Corporation is

LAROCHE EQUITY, INC.

ARTICLE II. ADDRESS

The mailing address of the Corporation is

18608 NE 18 AVE #254
MIAMI FL, 33179

ARTICLE III. CAPITAL STOCK

*The Corporation shall have the authority to issue 1000 shares of common stock,
par value \$0.1 per share.*

ARTICLE IV. REGISTERED AGENT

The name and address of the registered agent of the Corporation is

RAFAEL BEN SHIMON
18608 NE 18 AVE # 254 MIAMI FL 33179

ARTICLE V. BOARD OF DIRECTORS

*The affairs of the Corporation shall be managed by a Board of Directors
consisting of no less than one director. The number of directors may be
increased or decreased from time to time in accordance with the Bylaws of the
Corporation. The election of directors shall be done in accordance with the
Bylaws. The directors shall be protected from personal liability to the fullest
extent permitted by law. The name of each initial member of the Corporation's
Board of Directors is*

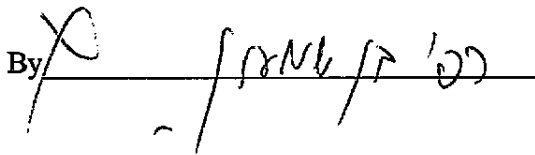
RAFAEL BEN SHIMON

ARTICLE VI. INCORPORATOR

The name and address of the incorporator is:

RAFAEL BEN SHIMON
18608 NE 18 AVE # 254 MIAMI FL 33179

The authorized representative of the incorporator executed the Articles of Incorporation on November 18, 1997.

By  _____

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

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CORPORATION

LAROCHE EQUITY, INC.

REGISTERED AGENT

RAFAEL BEN SHIMON
18608 NE 18 AVE # 254 MIAMI FL 33179

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By


RAFAEL BEN SHIMON

Date: November 18, 1997