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TRANSMITTAL LETTER

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

SUBJECT: LDL INTERNATIONAL, INC.

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

\$70.00	\$78.75	\$122.50	✓ \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy, & Certificate

FROM: LOUIS DANIEL LAZARO
14181 SPOONBILL LANE N.
CLEARWATER, FL 33762
(727) 823-1136

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

LDL INTERNATIONAL, INCORPORATED
(a profit Corporation)
ARTICLE I. CORPORATE NAME

The name of this corporation is LDL INTERNATIONAL, INCORPORATED

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 14181 SPOONBILL LANE NORTH, CLEARWATER, FLORIDA 33762.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is

LOUIS DANIEL LAZARO, 14181 SPOONBILL LANE NORTH,
CLEARWATER, FLORIDA 33762.

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name & Address

LOUIS DANIEL LAZARO, 14181 Spoonbill Lane N.
Clearwater, FL 33762

ALFRED DAVID LAZARO, 1230 Abbey Crescent Ln
Clearwater, FL 33759

ARTICLE VI. PREEMPTIVE RIGHTS

The sale, transfer, and conveyance of any shares of stock, including future issued stock, in this Corporation SHALL NOT BE VALID UNLESS an offer is first made in writing to the incorporators, named in Article V of this instrument, and thirty (30) days are given to same for the purpose of purchasing some or

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all of the shares of stock being offered for sale. No sale, however, shall violate any of the bylaws of this Corporation.

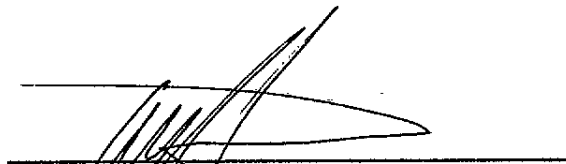
ARTICLE VII. BOARD MEETINGS

All Board Meetings shall be conducted by providing written notice of the date, time, place, and/or phone number where the Board Meeting is to be held. Such notice shall be provided to all directors by means facsimile or U.S. mail. The date on which each the Board Meeting is held shall not be less than 10 days from the date of Notice. A Board Meeting may be called by agreement of the holder(s) of a majority of shares in the Corporation. Nothing in Article VII prevents the Board from passing bylaws or resolutions to change the requirements of this provision.

The undersigned have executed these articles of incorporation on OCTOBER 24, 1998.



LOUIS DANIEL LAZARO,
Vice President Of LDL
International



ALFRED DAVID LAZARO,
President of LDL
International, Inc.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: LDL INTERNATIONAL, INC.
2. The name and address of the registered agent and office is:

LOUIS DANIEL LAZARO
14181 SPOONBILL LANE
CLEARWATER, FL 33762

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: 10-24-98

Louis D. Lazaro
LOUIS DANIEL LAZARO

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