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Jonathan D. Louis
1627 Brickell Avenue, #1203
Miami, Florida 33129

August 27, 1999

Florida Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32314

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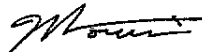
Re: LLD Enterprises, Inc.
Articles of Incorporation

Dear Sir/Madam:

Please find enclosed the original Articles of Incorporation ("Articles") for LLD Enterprises, Inc. and a check for US\$70 (US\$35 for the incorporation and US\$35 for the registered agent fee) payable to the Florida Department of State. Please transmit a certification of incorporation after filing these Articles in the enclosed pre-paid envelope.

If you have any questions please do not hesitate to contact our office.

Sincerely,



Jonathan Louis

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

LLD ENTERPRISES, INC.

ARTICLE I - Name

The name of the corporation is LLD Enterprises, Inc.(hereinafter referred to as the "Corporation").

ARTICLE II - Purpose

The Corporation is organized for the purposes of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

ARTICLE III - Capital Stock

The par value thereof and the characteristics of such stock shall be as follows:

- (a) Number of shares authorized is 1,000.
- (b) Par value per share is .01.
- (c) Class of stock is common.

**ARTICLE IV - Initial Registered
Office and Agent**

The Corporation's principal and mailing address in the State of Florida, County of Dade, is 1627 Brickell Avenue, #1203 Miami, Florida 33129. The Corporation's Registered Agent is Jonathan D. Louis and its address is 1627 Brickell Avenue, #1203, Miami, Florida 33129.

ARTICLE V - Board of Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting in the initial Board of Directors is two, and the name and address of each such member of the Board of Directors, who is to serve as the corporation's directors until their successors are duly elected and qualified, are:

Director

Jonathan D. Louis

Address

1627 Brickell Avenue, #1203
Miami, Florida 33129

Matthew B. Louis

1627 Brickell Avenue, #1203
Miami, Florida 33129

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Article VI – Officers

The Officers of the Corporation shall consist of at least one officer with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of officers constituting the initial Officers are two, and the name, address and title of such member of the Officers who is to serve as the corporation's officers until their successors are duly elected and qualified are:

<u>Officer</u>	<u>Title</u>	<u>Address</u>
Jonathan D. Louis	President	1627 Brickell Avenue #1203 Miami, Florida 33129
Matthew B. Louis	Vice President	1627 Brickell Avenue #1203 Miami, Florida 33129

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ARTICLE VII - Incorporators

The name of the incorporator is Jonathan Louis, and the address of the incorporator is 1627 Brickell Avenue, #1203, Miami, Florida 33129.

ARTICLE VIII - Indemnification

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent permitted by Florida law in existence now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator named above, for the purposes of forming a corporation, pursuant to the Florida General Corporation Act with the State of Florida, has signed these Articles of Incorporation this 27 day of August, 1999.



Jonathan Louis
Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named the registered agent of LLD Enterprises, Inc. hereby accepts the obligations and accepts the obligation as provided in the Florida General Corporation Act.

Dated this 27 day of August, 1999.

By: 

Jonathan D. Louis