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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

L'ESSENCE INTERNATIONAL MODEL & TALENT AGENCY, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 4, 1999

FAS-T CORP

SUBJECT: L'ESSENCE INTERNATIONAL MODEL & TALENT AGENCY, INC.
REF: W99000025516

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: E99000028012
Letter Number: 599A00053332

**ARTICLES OF INCORPORATION
OF
L'ESSENCE INTERNATIONAL MODEL & TALENT AGENCY, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of incorporation.

**ARTICLE -I-
NAME**

The name of the corporation shall be: L'ESSENCE INTERNATIONAL MODEL & TALENT AGENCY, INC.

The principal place of business of this corporation shall be:
11221 NE 11TH PLACE, BISCAYNE PARK, FL 33161

**ARTICLE -II-
NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

**ARTICLE -III-
CAPITAL STOCK**

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100 SHARES

**ARTICLE -IV-
TERM OF EXISTENCE**

This corporation is to exist perpetually.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JCK Services, Inc. 350 Lincoln Road Suite 412, Miami Beach, Florida 33139
Telephone 305-535-4264 Fax: 305-535-4263 E-mail: jloro@bellsouth.net

**ARTICLE -V-
OFFICERS DIRECTORS**

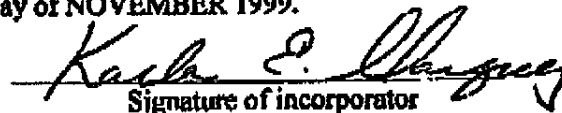
The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

KARLA E. MARQUEZ	674 W 31 ST STREET, HIALEAH, FL 33012
PRESIDENT	
LUZ RIOS	7420 W 20 TH AVE, HIALEAH, FL 33016
VICE-PRESIDENT	
HUBERT P. MARQUEZ	674 W 31 ST STREET, HIALEAH, FL 33012
TREASURER	
JEISY MURIEL	674 W 31 ST STREET, HIALEAH, FL 33012
SECRETARY	

**ARTICLE -VI-
INCORPORATOR**

The name and street address of the incorporator to this articles of incorporation is:
KARLA E. MARQUEZ 674 W 31ST STREET, HIALEAH, FL 33012

IN WITNESS WHERE OF, the undersigned incorporator has executed these Articles of incorporation this 3 day of NOVEMBER 1999.


Signature of incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607-325, Florida statutes, 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:
L'ESSENCE INTERNATIONAL MODEL & TALENT AGENCY, INC.

2. THE NAME AND STREET ADDRESS OF THE
REGISTERED AGENT SHALL BE :
KARLA E. MARQUEZ 674 W. 31ST ST.
HIALEAH FL. 33012



Signature
Title: PRESIDENT
Date: 11/2/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I
ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA
STATUTES.



Signature
Date: 11/3/99

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TALLAHASSEE, FLORIDA