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TRANSMITTAL LETTER

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

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-11/19/99--01076--015
*****78.75 *****78.75

SUBJECT : **Ludicke Investments Corp.**

Enclosed please find an original and one(1) copy of the articles of incorporation for the above corporation and check in the amount of \$78.75 including Certificate of Status fee of \$8.75

FROM: SAL GANEM
2124 N.E. 123 ST # 203
MIAMI, FL 33181
(305)8991259

FILED
1999 NOV 19 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Additional copy of articles of incorporation is needed when certified copy is requested.

A. Howell NOV 24 1999

FILED

1999 NOV 19 AM 8 37

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

Ludicke Investments Corp.

We, the undersigned, being of legal age, do hereby associate for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations..

ARTICLE I

The name of the corporation shall be:

Ludicke Investments Corp.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to engage in and of any and all activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III

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

100 shares @ \$1.00 par value.

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law and said corporation's existence shall commence on the date of subscription and acknowledgment of this Certificate of Incorporation and upon the filing of the same by the Secretary of State.

ARTICLE V

The initial street address of said corporation shall be at

Ludicke Investments Corp.

2124 N.E. 123St. #206

N.Miami, Fl 33181

with the privilege of having its office and branch offices at other places within or without the State of Florida

ARTICLE VI

The number of directors of this corporation shall not be less than one (1) nor more than seven (7). The corporation shall initially have one (1) Director.

ARTICLE VII

The corporation shall be managed by a Board of Directors unless the stockholders shall by a majority vote hereafter determine that the corporation shall be managed by the stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the stockholders from time to time, but at no time shall there be less than one (1) director. At no time shall the corporation be managed by the stockholders unless there is at least one(1) stockholder.

ARTICLE VIII

Any restrictions imposed by the corporation on the sale or other disposition of its shares and on the transfer thereof must be noted conspicuously on each certificate representing shares to which the restriction applies.

ARTICLE IX

The names and addresses of the first Board of Directors of this corporation, who shall hold office for the first year or until their successors are elected shall be:

NAMES

OFFICERS

Robert E. Ludicke
2124 N.E. 123 St. #206
North Miami, Fl 33181

President

Allison E. Justa
2124 N.E. 123 St. #206
North Miami, Fl 33181

Vice President

ARTICLE X

These Articles may be amended, when approved by a majority of the Directors and Stockholders.

The corporation shall indemnify directors or officers, or subscribers and their heirs, and assigns , against all expenses, actually and necessarily incurred in connection with the defense or settlement of any claim action, suit or proceeding in which they by reason of being or having been directors or officers , except in relation to matters as to which any such directors or officer shall be adjudged to be liable for gross negligence or willful misconduct in the performance of duty . Such indemnification shall be in addition to any other rights to which the indemnification may be entitled under any law, or by-law, agreement, vote of stockholders , or otherwise.

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The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatever.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XI

The Registered Agent to accept service of process within this State for said corporation shall be:

Robert E. Ludicke
Address: 2124 N.E. 123 St. #206
N.Miami, Fl 33181

Having been named to accept service of process for the above stated corporation at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Robert E. Ludicke

SIGNATURE

President

TITLE

11/16/99

DATE

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock hereinabove named and the Incorporators, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do respectively agree to take the number of shares hereinabove set forth, and hereunto set our hands and seals this 16th day of Nov. 1999

Robert E. Ludicke

SIGNATURE

11/16/99

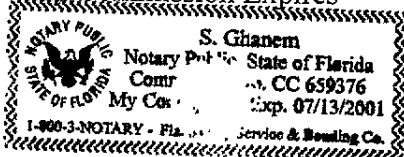
DATE

STATE OF FLORIDA COUNTY : DADE

Before me the undersigned authority personally appeared Robert E. Ludicke known by me to be the individual described in, and who executed the foregoing Certificate of Incorporation, and who has acknowledged before me that they executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Dade County, Florida, this 16th day of Nov 1999

My Commission Expires



S. Ghanem

Notary Public