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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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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
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

LULU USA CORPORATION

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N. Culligan DEC 22 1999

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 22, 1999

FAS-T

SUBJECT: LULU USA CORPORATION
REF: W99000029124

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.

LIST THE REGISTERED AGENTS NAME IN THE ARTICLES.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H99000032664
Letter Number: 599A00059829

ARTICLES OF INCORPORATION
OF
LULU USA CORPORATION

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:
LULU USA CORPORATION

The principal place of business of this corporation shall be:
7601 EAST TREASURE DRIVE #809
NORTH BAY VILLAGE, FL 33141

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:
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

MJ TAXES
420 Lincoln Road
Suite 387
Miami Beach, FL 33139

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V: OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

ALBERTO RUBEN PAUR
7601 EAST TREASURE DRIVE #809
NORTH BAY VILLAGE, FL 33141

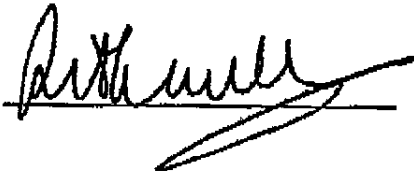
ARTICLE VI: INCORPORATOR

The name and street address of the Incorporator to this articles of incorporation is:

ALBERTO RUBEN PAUR
7601 EAST TREASURE DRIVE #809
NORTH BAY VILLAGE, FL 33141

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20 days of December, 1999.

Signature of incorporator

A handwritten signature in dark ink, appearing to read 'Alberto Paur', is written over a horizontal line. The signature is stylized with a long, sweeping underline that extends to the right.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 is: **LULU USA CORPORATION**
2. The name and address of the registered agent and office is:
LULU USA CORPORATION
7601 EAST TREASURE DRIVE #809
NORTH BAY VILLAGE, FL 33141
Alberto Ruben Faur

SIGNATURE 

TITLE: **PRESIDENT**

DATE: 12/20/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I 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: 12/20/99