ELITE AMERICAN, INC 9740 SEA TURTLE DRIVE, PLANTATION, FLORIDA 33324 954-236-3178

July 31, 2002

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

SUBJECT:

INCORPORATION OF

ELITE AMERICAN, INC.

500006899635

-08/05/02--01054 *****70.00 *****70.00

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of ELITE AMERICAN, INC. and a check for:

X \$70.00

\$78.75

\$122.50

\$131.25

Filing Fee

Filing Fee & Certificate Filing Fee & Certificate Copy Filing Fee, Certificate Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: TAL SHEMTOV Name (Printed or typed)

9740 SEA TURTLE DRIVE Address

PLANTATION, FLORIDA 33324 City, State & Zip

> 954-236-3178 Daytime Telephone Number

BM 816

ARTICLES OF INCORPORATION

OF

ELITE AMERICAN, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: ELITE AMERICAN, INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 9740 SEA TURTLE DRIVE, PLANTATION, FLORIDA 33324

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: one hundred (100) of no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: TAL SHEMTOV at 9740 SEA TURTLE DRIVE, PLANTATION, FLORIDA 33324

ARTICLE V - INCORPORATOR

The <u>name and address</u> of the incorporator of these Articles of Incorporation are: TAL SHEMTOV at 9740 SEA TURTLE DRIVE, PLANTATION, FLORIDA 33324

ARTICLE VI - DIRECTORS

The corporation shall have two (2) directors, and the initial directors shall be:
TAL SHEMTOV at 9740 SEA TURTLE DRIVE, PLANTATION, FLORIDA 33324 and
CAROLINE SHEMTOV at 9740 SEA TURTLE DRIVE, PLANTATION, FLORIDA 33324

Signature/Incorporator

Date

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.

Signature/Registered Agent

Date

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SECRETARY OF STATE
TALLAHASSTE, FISHIE