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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: BELNAZ HOLDINGS, INC.
AUDIT NUMBER.....H98000019000
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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(5)

ARTICLES OF INCORPORATION
OF
BELNAZ HOLDINGS, INC.

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

BELNAZ HOLDINGS, INC.

ARTICLE II

The general nature of the business to be transacted shall be Real Estate, Investments, Holding Company and Financing and or otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of $1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution rateable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

This corporation shall have perpetual existence.

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting of two (2) or more members, as may be provided By-laws.

ARTICLE VI

The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

BELLA GALUSTYANTS — President
Residing at: 708 NE 26TH AVENUE
HALLANDALE, FL 33009

NAZIHA BOULMAROUF — Secretary
Residing at: 7004 BOULEVARD EAST, #10-B
GUTTENBERG, NJ 07093

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be BELLA GALUSTYANTS and the registered agent's office of this corporation shall be 708 N. E. 26TH AVENUE, HALLANDALE, FL 33009.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or the Board of Directors shall be 708 N. E. 26TH AVENUE, HALLANDALE, FL 33009, and branch offices may be maintained at such places in the State of

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Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of directors of this Corporation.

ARTICLE IX

The name and post office address of the Subscriber of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows:

NAME	ADDRESS	NO. OF SHARES
BELLA GALUSTYANTS	708 NE 26TH AVENUE HALLANDALE, FL 33009	500
NAZIHA BOULMAROUF	7004 BOULEVARD EAST, #10-B GUTTENBERG, NJ 07093	500

ARTICLE X

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscriber has hereunto set their hand and seal in the City of Miami, County of Dade, State of Florida, this 12Th day of October, 1998.

SWORN TO AND SUBSCRIBED before me on this 12Th day of October, 1998.

Bella Galustyants
BELLA GALUSTYANTS, PRESIDENT (SEAL)

Boulmarouf
NAZIHA BOULMAROUF, SECRETARY (SEAL)

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STATE OF FLORIDA)
) SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, BELLA GALUSTYANTS and NAZIHA BOULMAROUF, known to be the person who executed the foregoing Certificate of Incorporation of BELNAZ HOLDINGS, INC., and they acknowledged before me that they have executed the same for the purpose therein set forth. The foregoing instrument was acknowledged before me by BELNAZ HOLDINGS, INC., who produced identification.

SWORN TO AND SUBSCRIBED before me on this 12Th day of October, 1998.

Notary Public, State of Florida

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
OLGA L CARVAJAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC607780
MY COMMISSION EXP. DEC. 15 2000

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME.

BELLA GALUSTYANTS

Prepared by:

GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

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