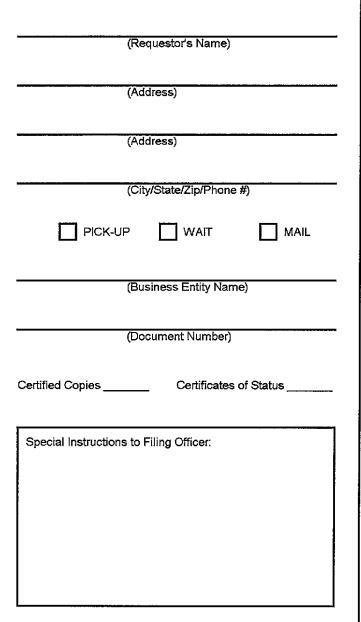
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 22, 2003

LAWRENCE H. ROGOVIN, P.A. 4000 HOLLYWOOD BOULEVARD, STE. 265 SOUTH HOLLYWOOD, FL 33021

SUBJECT: HAREL VENTURES INC. Ref. Number: W03000038935

We have received your document for HAREL VENTURES INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Unfortunately, the enclosed certified copy does not meet our filing requirements. We require a certificate of existence, which usually consists of a single sheet of paper and clearly reflects the entity is a valid entity in its home state/country. You can obtain the certificate of existence from the same office that provided you with the certified copy.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6890.

Jason Merrick Document Specialist

Letter Number: 803A00068239

LAWRENCE H. ROGOVIN, P.A.

Presidential Circle
4000 Hollywood Boulevard
Suite 265 South
Hollywood, FL 33021
Tel: 954-367-0666

Fax: 954-272-0225 Cell: 305-934-8420

Email: LRogovin@bellsouth.net

December 12, 2003

Registration Section Division of Corporations PO Box 6327 Tallahassee, Fl 32314

Re: HAREL VENTURES INC.

Gentlemen:

I enclose Transmittal Letter; application of Harel Venture Inc., a Delaware corporation, for authorization to transact Business in Florida, together with a certified copy, dated December 10, 2003, of said company's Delaware Certificate of Incorporation; and my firm check numbered 2927 for the filing fee in the amount of \$70.00.

Please send us a letter acknowledging receipt and filing of the application.

Thank you for your courtesy and cooperation in this matter.

Very truly yours,

Lawrence H. Rogovin

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HAREL VENTURES INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE

3.02-0536538

(State or country under the law of which it is incorporated)

(FEI number, if applicable)

4. AUGUST 20, 2002

5. PERPETUAL

(Date of incorporation)

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")

(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 861 NW 85TH TERRACE, # 1819

(Principal office address)

PLANTATION, FLORIDA 33324

(Current mailing address)

8. CONSULTING, AND ANY OTHER PURPOSE AUTHORIZED BY LAW

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: LAWRENCE H. ROGOVIN, ESQ.

Office Address: 4000 HOLLYWOOD BOULEVARD, SUITE 265 SOUTH

HOLLYWOOD

FLORIDA

33021

(City)

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of mv duties, and Lamfamiliar with and accept the obligations of mv position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman:

BEN HAREL

Address:

16 HAETROG STREET, SAVYON, ISRAEL 56554

Vice Chairman:

N/A

Address:

Director:

GUY HAREL

Address: 861 NW 85th Terrace, Plantation, FL 33324

Director:

N/A

Address:

B. OFFICERS

President: GUY HAREL

Address: 861 NW 85th Terrace, Plantation, FL 33324

Vice President: TAL HAREL

Address: 861 NW 85th Terrace, Plantation, FL 33324

Secretary: GUY HAREL

Address: 861 NW 85th Terrace, Plantation, FL 33324

Treasurer: KAREN HAREL

Address: 16 HAETROG STREET, SAVYON, ISRAEL 56554

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

(Signature of Director or Officer listed in number 12 of the application)

14. GUY HAREL, PRESIDENT/DIRECTOR

(Typed or printed name and capacity of person signing application)

Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HAREL VENTURES INC" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2003.



Warriet Smith Windson Secretary of State

harriet Smith Windsor, Secretary of State

3560876 8300

AUTHENTICATION: 2839269