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VISION OF CORPORATION

LIMITED LIABILITY COMPANY

Kol Hinuchit-USA, L.L.C.

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: Kol Hinuchit-USA, L.L.C.

Article II. Address

The Company's street and mailing address is: Kol Hinuchit-USA, L.L.C. 20801 Biscayne Blvd. Suite 403 Aventura FL 33180

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Anat Shaked, Esq. 20801 Biscayne Blvd. Suite 403 Aventura FL 33180

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Anat Shaked, Esq. IFL Bar Member The Law Office Anat Shaked, P.A. 20801 Biscayne Bivd. Suite 403 Aventura FL 33180 305-206-8611

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

ZOHAR MEMRAN RIVKA 2080! Biscayne Blvd. Suite 403 Aventura FL 33180 MEMRAN ILAN SHLOMO 2080! Biscayne Blvd. Suite 403 Aventura FL 33180

Article VII. Company Existence

The Company's existence shall begin effective as of May 16, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on May 16, 2005.

ANAT SHAKED, ESQ.

by D. Stoutt as attorney-in-fact

Anat Shaked, Esq. I FL Bar Member The Law Office Anat Shaked, P.A. 20801 Biscayne Blvd. Suite 403 Aventura FL 33180 305-206-8611



STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY; Kol Hinuchit-USA, L.L.C.

REGISTERED AGENT/OFFICE:

Anat Shaked, Esq. 20801 Biscayne Blvd. Suite 403
Aventura FL 33180

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ANAT SHAKED, ESQ.

by D. Stoutt as attorney-in-fact

Date:

5/16/05.



Anat Shaked, Esq. 1 FL Bar Member The Law Office Anat Shaked, P.A. 20801 Biscayne Blvd. Suite 403 Aventura FL 33180 305-206-8611