

Phil Perry, founder
The Holy land of Jerusalem
Post Office box 821008
South Florida, FL, 33028
954-437-9266
Fax: 954-436-6169

P0000043540

April 7, 2000

Department of State
Division of Corporation
Post Office Box 32314
Tallahassee, FL
32399

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*****78.25 *****78.25

To Whom It Concern:

In close you'll find my checking the amount of \$78. 25 for the registration of a new corporation
"The Holy Land of Jerusalem " with the appropriate certificate of incorporation. I would appreciate
if he would be kind enough to mail all documents to the following address:

Phil Perry
Post Office Box 821008
South Florida, FL
33028

Thanking you in advance for your consideration and cooperation.

Cordially

Phil Perry

FILED
00 MAY - 1 PM 4: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN MAY - 1 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 17, 2000

PHIL PERRY
P.O. BOX 821008
SOUTH FLORIDA, FL 33028

SUBJECT: THE HOLLY LAND OF JERUSALEM
Ref. Number: W00000010060

We have received your document for THE HOLLY LAND OF JERUSALEM and your check(s) totaling \$78.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of 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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 400A00020938

Phil Perry

April 29, 2000

Teresa Brown
Division Corporations
Post Office box 6327
Tallahassee, FL
32314

Dear Ms. Brown Reference: 400 A 000 20938

Pursuant to your letter of April 17, 2000 I have added the suffix to the name of the company and corrected my miss spelling of the word Holy in the documentation.

Attached is a letter containing my name as a resident agent with of Florida street address and knowledge of the responsibilities as the registered agent.

Sincerely,


Phil Perry

President
The Holy Land of Jerusalem
Post Office Box 821008
South Florida, FL, 33028
Phone number 954- 437- 9266
Fax number 954- 436- 6169

*CERTIFICATION OF INCORPORATION
OF
Florida*

I, the undersigned, in order to form a corporation under the laws of the State of Florida, for the purposes hereinafter specified, do hereby subscribe to this Certificate of Incorporation.

I.

The name of the corporation shall be: The Holy Land of Jerusalem Inc.

II.

The general nature of the business shall be transacted by said corporation is as follows: To import Commodities, sell retail, to Acquire Commodities for resale. To deal in Wholesale and Retail Merchandise Domestically and international..

To buy, sell, exchange and generously deal in real properties, improved and unimproved, and interests in real properties including but not limited to options, purchase and sales agreements and leases thereon, and buildings of every class and description: to improve, manage, operate, sell, buy, mortgage, lease or otherwise acquire or dispose of any property, real or personal, and take mortgages and assignments of the mortgages upon the same: to make and obtain loans upon real estate, improved or unimproved, and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise: to enter into contracts to buy or sell any property, real or personal: to buy and sell mortgages, trust deeds, contracts, and evidences of indebtedness: to purchase or otherwise acquire, for the purpose of holding or disposing of the same real or personal property of every kind of description: to draw, make accept, endorse, discount, execute, and issue promissary notes, bills of exchange, warrants, bonds, debentures, and other negotiable obligations of the corporation, from time to time, for any of the objects or purposes of the corporation: to carry on all or any of its operations without restrictions or limit as to amount:

To purchase, acquire, hold, own, mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description.

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

To do all or any of the things necessary, suitable, useful, proper or admissible for the accomplishment of any of the purpose of, or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, individuals or corporations, either in this State or throughout the United States, and elsewhere and to do any other act or acts thing or things incidental or pertinent to or connected with the business herein before described, or any part of parts thereof, if not inconsistent with the laws of the State under which this corporation is organized.

III.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one thousand (1,000) shares of common stock of the par value of \$1.00 per share.

IV.

The existence of this corporation shall be perpetual.

V.

The county in which the principle office of this corporation shall be located is in the County of Dade, State of Florida. The post office address of the principle office of this corporation is: 9595 North Kendall Drive, Suite 205, Miami, Florida 33176.

VI.

The number of directors comprising the Board of Directors of this corporation shall be Phil Perry.

VII.

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

Phil Perry

VIII.

The names and street addresses of each subscriber to this Certificate of Incorporation and the number of shares which they agree to take are as follows:

NAME: Phil Perry

ADDRESS : 9595 North Kendall Drive, Suite 205, Miami, Florida 33176

NUMBER OF SHARES: 1,000

IX.

The names and street addresses of the officers of this corporation who shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

IX.

The names and street addresses of the officers of this corporation who shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

Phil Perry, President: Phil Perry,

Phil Perry, Secretary Phil Perry,

Phil Perry, Treasurer Phil Perry,

Phil Perry, Vice President Phil Perry,

X.

The amount of capital with which this corporation shall begin business is the sum of One Thousand Dollars (\$1,000.00).

XI.

The Resident Agent is Phil Perry,. The Principle offices of the corporation are at ___ 9595 North Kendall Drive, Suite 205, Miami, Florida

IN WITNESS WHEREOF, I have hereunto set my hands and seal this 3 day of April, 2000 .

Phil Perry

(Seal)

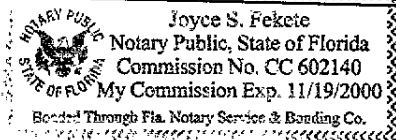
(Seal)

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Phil Perry and , to me well known to be the persons described and herein and who executed the foregoing Certificate of Incorporation, and they did then and there acknowledge before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

Notary: Joyce S. Fekete

My Commission expires: personally known to me



Phil Perry

FILED
00 MAY -1 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 29, 2000

Teresa Brown
Division Corporations
Post Office box 6327
Tallahassee, FL
32314

Dear Ms. Brown Reference: 400 A 000 20938

In accordance with your request for a letter from a Florida resident acting as a registered agent for this corporation, I fully qualified as a Florida resident for more than 50 years. I further understand the duties and responsibilities as a registered agent for the Corporation. I am completely aware of all my responsibilities as the resident agent. My business address is 9595 North Kendall Drive, Suite 205, Miami, FL 33176

I further hope this will suffice for your requirements to record the documents.

Thanking you in advance!

Respectfully,


Phil Perry

President
The Holy Land of Jerusalem
Post Office Box 821008
South Florida, FL, 33028
Phone number 954- 437- 9266
Fax number 954- 436- 6169