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A Private Law Firm

CLEARWATER • TAMPA

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IN IMMIGRATION AND NATIONALITY LAW

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July 9, 2001

**Express Mail**

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: MPD U.S.A., INC

Dear Sir/Madam:

Enclosed is an original and a copy of the Articles of Incorporation of MPD U.S.A., INC., as well as a firm check in the amount of \$78.75.

Please be kind enough to expedite this matter, and return the certified copy of the Articles of Incorporation to this office at the above address.

Please feel free to call me if you have any questions.

Sincerely yours,

IMMIGRATION LEGAL  
CENTER OF AMERICA, P.A.

MARK R. WEINER  
Immigration Attorney

MRW/ev  
Enclosures

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FILED  
01 JUL 16 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BULLOCK JUL 18 2001

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**ARTICLES OF INCORPORATION  
OF  
MPD U.S.A., INC.**

FILED  
01 JUL 16 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, does hereby certify as follows:

**ARTICLE ONE**

The name of this corporation shall be:

MPD U.S.A., INC.

**ARTICLE TWO**

The general nature of the business to be transacted by the corporation and the purpose for which it is formed are to be as follows:

(a) **IMPORT/EXPORT, COMPUTER REPAIRS/SALES AND INTERNET RELATED SERVICES** in the State of Florida pursuant to the laws of Florida and the U.S.A.

(b) To do any activity as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry on any and every lawful activity in any manner whatsoever not prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized, or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

(c) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

**ARTICLE THREE**

The term for which this corporation shall exist shall be perpetual.

**ARTICLE FOUR**

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 7500 shares at a par value of \$.50 per share, each share of which shall entitle the owner

thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable as lawful money of the United States of America, or property, at a just valuation to be fixed by the stockholders.

#### **ARTICLE FIVE**

The beginning capital of this corporation shall be \$3,250.00.

#### **ARTICLE SIX**

The corporation shall not have directors.

#### **ARTICLE SEVEN**

The street address in the State of Florida of the principal office of the corporation is:  
401 S. Fort Harrison Avenue  
Clearwater, Florida 33756

#### **ARTICLE EIGHT**

The business of the corporation shall be managed by its officers, who shall be elected annually by the stockholders of the corporation. The initial officers of the

corporation shall be as follows:

PRESIDENT;  
VICE-PRESIDENT;  
SECRETARY; and  
TREASURER:

Aliye Kara  
34 Ridgcroft Lane  
Safety Harbor, Florida 34695

#### **ARTICLE NINE**

The name and address of the person signing these Articles of Incorporation as subscriber is as follows:

Aliye Kara  
34 Ridgcroft Lane  
Safety Harbor, Florida 34695

#### **ARTICLE TEN**

The registered agent and registered office of this corporation shall be:

Aliye Kara  
34 Ridgcroft Lane  
Safety Harbor, Florida 34695

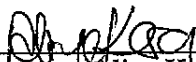
## ARTICLE ELEVEN

The sale of common stock of the corporation shall be restricted except by mutual agreement of all stockholders.

## ARTICLE TWELVE

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

IN WITNESS WHEREOF, the undersigned has made, subscribed, and acknowledged these Articles of Incorporation this 2<sup>nd</sup> day of July, 2001.

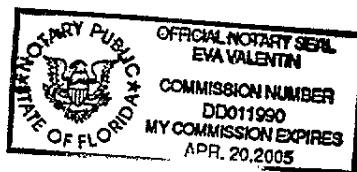
  
\_\_\_\_\_  
Aliye Kara  
34 Ridgcroft Lane  
Safety Harbor, Florida 34695

## STATE OF ISRAEL

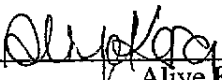
I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State and County aforesaid to take acknowledgments, personally appeared Aliye Kara, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as subscriber and resident agent respectively, and he acknowledged before me that he signed the same and uses and purposes therein set forth.

WITNESS my hand and official seal this 2<sup>nd</sup> day of July, 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT I, Aliye Kara, hereby accept designation as Resident Agent on this 2<sup>nd</sup> day of July, 2001.

  
\_\_\_\_\_  
Aliye Kara  
34 Ridgcroft Lane  
Safety Harbor, Florida 34695

## STATE OF ISRAEL

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State of Israel aforesaid to take acknowledgments, personally appeared Aliya KARA, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as subscriber and resident agent respectively, and he acknowledged before me that he signed the same and uses and purposes therein set forth.

WITNESS my hand and official seal this 2nd day of July 2001.

  
\_\_\_\_\_  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

