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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

zur international, inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight DEC - 6 2001

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ARTICLES OF INCORPORATION

OF

ZUR INTERNATIONAL, INC.

The undersigned incorporator, for the purposes of forming a professional corporation, under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE - NAME

The name of the Corporation shall be:

Zur International, Inc.

ARTICLE TWO - PRINCIPAL OFFICE

The initial mailing address of this corporation shall be:

c/o Oliver J. Langstadt, Esq.
815 Ponce de Leon Boulevard
Coral Gables, Florida 33134

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ARTICLE THREE- GENERAL PURPOSE

The general purposes for which this corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) SHARES of common stock with \$1.00 par value.

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ARTICLE FIVE - BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of each Initial Director/Officer of the Corporation are as follows:

Shlomo Zur
President/Secretary/Treasurer
19 Hamerkava St.
Holon 58851
ISRAEL

ARTICLE SIX - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent are:

Oliver J. Langstadt, Esquire
815 Ponce De Leon Boulevard
Second Floor
Coral Gables, Florida 33134

ARTICLE SEVEN - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

Clemens W. Pauly
815 Ponce de Leon Boulevard
Coral Gables, Florida 33134

ARTICLE EIGHT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE NINE

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE TEN

The power to adopt, alter, amend and repeal the By-Laws shall be vested in the Board of Directors, but all alterations, amendments, and repeals must be approved by a majority of the Shareholders.

ARTICLE ELEVEN

The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 6TH day of DECEMBER, 2001.



CLEMENS W. PAULY
Incorporator

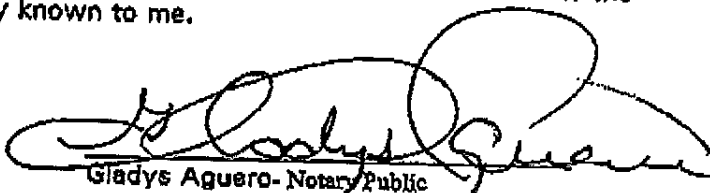
STATE OF FLORIDA)

COUNTY OF MIAMI- DADE)

) ss:

The foregoing instrument was acknowledged before me this 6TH day of DECEMBER, 2001, by CLEMENS W. PAULY, who personally appeared before me at the time of notarization, and who is personally known to me.

My commission expires:


Gladys Agüero- Notary Public

GLADYS AGÜERO
Notary Public, State of Florida
My comm. exp. May 28, 2004
Comm. No. 00937881

These Articles were prepared by:

Oliver J. Langstadt, Esq.
815 Ponce de Leon Boulevard
Coral Gables, Florida 33134

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ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in the foregoing articles of incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 6 day of DECEMBER, 2001.


OLIVER J. LANGSTADT, ESQUIRE
Registered Agent

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