

Charter Number Only

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CORPORATION(S) NAME

Sushi-Hanna Inc.

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DIVISION OF CORPORATION

- ☒ Profit
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art copy

02 JAN 10 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I. NAME

The name of this Corporation shall be:

SUSHI-HANNA INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, of ONE DOLLAR (\$1.00) par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than ONE HUNDRED DOLLARS (\$100).

ARTICLE V. TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address in the State of Florida of the principal office of the Corporation shall be: 18537 N. DIXIE HIGHWAY N. MIAMI BEACH, FL. 33180

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

FILED
02 JAN 10 PM 12:05
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ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO Directors initially. The number of Directors may be either increased or diminished by the Bylaws adopted by the Shareholders but shall never be less than one. The name and address of the initial Director of this Corporation:

| | |
|---------------------------|---------------------------|
| NAHUM BALAILA | BOAZ BALAILA |
| 18537 N. DIXIE HIGHWAY | 18537 N. DIXIE HIGHWAY |
| N. MIAMI BEACH, FL. 33180 | N. MIAMI BEACH, FL. 33180 |

ARTICLE VIII. INCORPORATORS

The name and address of the Incorporators:

| | |
|---------------------------|---------------------------|
| NAHUM BALAILA | BOAZ BALAILA |
| 18537 N. DIXIE HIGHWAY | 18537 N. DIXIE HIGHWAY |
| N. MIAMI BEACH, FL. 33180 | N. MIAMI BEACH, FL. 33180 |

ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and Shareholders.

ARTICLE X. AMENDMENT


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

ARTICLE XI. SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation, as defined by the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned as subscribing Incorporator have hereunto set their hands and seal this 8TH day of January 2002 for the purpose of forming this Corporation under the laws of the State of Florida, and hereby make and file in the office of the Secretary of this State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

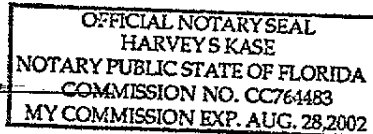

NAHUM BALAILA-PRES


BOAZ BALAILA-VICE PRES

STATE OF FLORIDA
COUNTY OF BROWARD

SWORN TO AND SUBSCRIBED BEFORE ME THIS 8th DAY OF January
2002

Harvey S. Kase
Harvey S. Kase, Notary Public



ARTICLE XII. REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent NAHUM BALAILA located at; 18537 N. DIXIE HIGHWAY, N. MIAMI BEACH, FL. 33180 says I am familiar with and accept the duties and responsibilities as Registered Agent.

NAHUM BALAILA-PRES

The Registered Office will be located at 18537 N. DIXIE HIGHWAY N. MIAMI BEACH, FL. 33180

NAHUM BALAILA-PRES

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TALLAHASSEE FLORIDA