

P02000022993

Dept. of STATE

Enclose Find Articles of
Incorporation for Ziontra Inc.
check for 28.75 (\$70 - Filing fees)
\$8.75 att'y. copy. Please mail
Documents to

Robert A Geiss

5851 SW 35 Terr

FT. LAUDERDALE FL 33312

PH 954.963-5474

Thank you
Robert Geiss

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02/25/02 01072-016
*****78.75 *****78.75

FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
ZION TRAIN, INC.**

02 FEB 25 AM 9:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE I - NAME

The name of this corporation is Zion Train, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated "Common Share".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office of this corporation is 1919 Terrace Drive E, Lake Worth, Florida 33460 and the name of the initial registered agent of this corporation and the address is Richard J. Cherkiss at 1919 Terrace Drive E, Lake Worth, Florida 33460.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The names and addresses of the initial Board of Directors of this Corporation are:

NAME**ADDRESS**

Richard J. Cherkiss

1919 Terrace Drive E
Lake Worth, Florida 33460

Kevin L. Carter

1919 Terrace Drive E
Lake Worth, Florida 33460

Shima B. Carter

1919 Terrace Drive E
Lake Worth, Florida 33460**ARTICLE VII - INCORPORATION**

The name and address of each person signing these Articles are:

NAME**ADDRESS**

Richard J. Cherkiss

1919 Terrace Drive E
Lake Worth, Florida 33460

Kevin L. Carter

1919 Terrace Drive E
Lake Worth, Florida 33460

Shima B. Carter

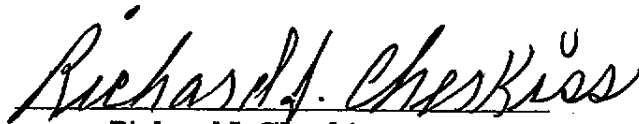
1919 Terrace Drive E
Lake Worth, Florida 33460**ARTICLE VIII - INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

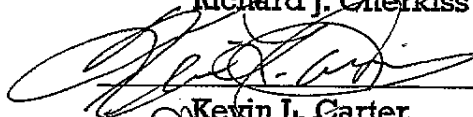
ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber have executed these
Articles of Incorporation this 10 day of February, 2002.



Richard J. Cherkiss



Kevin L. Carter



Shima B. Carter

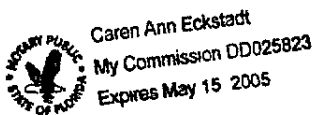
STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Richard J. Cherkiss and known to be, and known personally to me to be, the persons who did take an oath and acknowledged and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18 day of February, 2002.

My Commission expires:



Caren Ann Eckstadt

NAME:

**NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE**

COMMISSION NO:

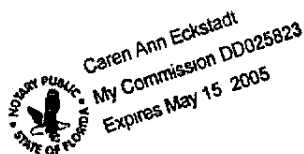
STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Kevin L. Carter and Shima B. Carter and known to be, and known personally to me to be, the persons who did take an oath and acknowledged and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18 day of February, 2002.

My Commission expires:



Caren Ann Eckstadt

NAME:

**NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE**

COMMISSION NO:

STATE OF FLORIDA

COUNTY OF Palm Beach

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Richard J. Cherkiss, Kevin L. Carter and Shima B. Carter and known to be, and known personally to me to be, the persons who did take an oath and acknowledged and executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12 day of February, 2002.

My Commission expires:



Caren Ann Eckstadt
My Commission DD025823
Expires May 15 2005

Caren Ann Eckstadt

NAME:

NOTARY PUBLIC, STATE OF FLORIDA

AT LARGE

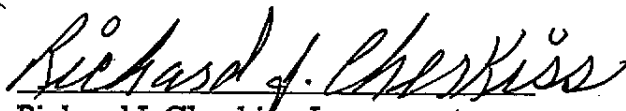
COMMISSION NO:

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

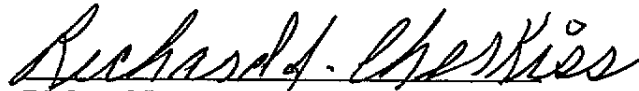
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following
is submitted:

FIRST, that Richard J. Cherkiss, as incorporator of Zion Train, Inc. desiring to
organize or qualify under the laws of the State of Florida, with its principal place of
business at 1919 Terrace Drive E, Lake Worth, Florida 33460, has named Richard J.
Cherkiss of 1919 Terrace Drive E, Lake Worth, Florida 33460 as its agent to accept
services of process within Florida.

Dated: January 18, 2002


Richard J. Cherkiss, Incorporator

Having been named to accept service of process for the above named
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to
the proper performance of my duties.


Richard J. Cherkiss
Registered Agent

FILED
02 FEB 25 AM 9:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA