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P. 1

Division of Corporations

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Florida Department of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

S & D PROPERTIES, INC.

NEW NAME : S & D PROPERTIES ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

FOR

S & D PROPERTIES ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the Corporation shall be *S & D PROPERTIES ENTERPRISES, INC.* (hereinafter, "Corporation").

ARTICLE 2 - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 4750 N.E. 10th Avenue, Oakland Park, FL 33334-3904.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Steven Shevick
4750 N.E. 10th Avenue
Oakland Park, FL 33334-3904

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ARTICLE 5 - CAPITALIZATION

The maximum number of shares that the corporation is authorized at any time to have outstanding is One Thousand (1,000) shares of common stock, each having a par value of \$0.001.

ARTICLE 6 - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE 7 - OFFICERS

The officers of this corporation shall be:

President:	Steve Shevick
Vice-President:	Moti Deri
Secretary:	Caryn Lisa Deri
Treasurer:	Gini Shevick

whose address shall be the same as the principal office of this Corporation.

ARTICLE 8 - DIRECTORS

The Director of this Corporation shall be:

Steve Shevick
Moti Deri
Caryn Lisa Deri
Gini Shevick

whose addresses shall be the same as the principal office of this Corporation.

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ARTICLE 9 - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation is 4750 N.E. 10th Avenue, Oakland Park, FL 33334-3904. The registered agent of this Corporation is Steve Shevick.

ARTICLE 10 - EFFECTIVE DATE


These Articles of Incorporation are to be effective upon approval by the Secretary of State of the State of Florida

IN WITNESS THEREOF, the undersigned has hereunto set their hand and seal, acknowledged and filed these foregoing Articles of Incorporation under the laws of the State of Florida, this July 31st, 2002.


Steve Shevick, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The undersigned, Steve Shevick, having a business office identical with the registered office of the above Corporation, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


Steve Shevick

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