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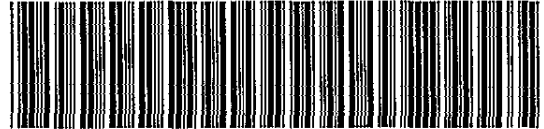
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Certificates of Status

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02 OCT 29 AM 10:44

SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/29/02

**RED SYSTEM, INC.
7190 Elkhorn Drive
West Palm Beach, FL 33411
561-644-2233**

October 23, 2002

Department of State
Division of Corporations
P. O. Box 6317
Tallahassee, FL 32314

Re: RED SYSTEM, INC.

Gentlemen:

Enclosed please find the original and one (1) copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of the Filing Fees and Registered Agent Designation for the above-named corporation.

Very truly yours,

David Ben-David, President
Red System, Inc.

**Articles of Incorporation
for
RED SYSTEM, INC.**

FILED
02 OCT 29 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I. Name

The name of this Florida Corporation is:

RED SYSTEM, INC.

Article II. Address

The initial mailing address of the Corporation is:

7190 Elkhorn Drive
West Palm Beach, FL 33411
561-644-2233

Article III. Existence

The corporation shall have perpetual existence.

Article IV Capital Stock

The Corporation shall have the authority to issue 10,000 shares of common Stock, par value \$ 1.00 per share.

Article V. Registered Agent

The name and address of the initial registered agent of the Corporation is:

**DAVID BEN-DAVID
7190 Elkhorn Drive
West Palm Beach, FL 33411**

Article VI. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors maybe increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The names of the initial members of the Corporation's Board of Directors are:

**DAVID BEN-DAVID
RON EYAL**

Article VII. Incorporator

The name and address of the incorporators are:


DAVID BEN-DAVID

RON EYAL



Signature/Incorporator
David Ben-David

10-24-02
Date



Signature/Incorporator
Ron Eyal

10-24-02
Date

Acceptance by Registered Agent

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.



Signature/Registered Agent
David Ben-David

10-24-02
Date