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(Business Entity Name)

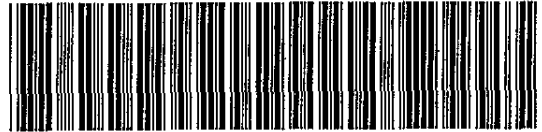
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FILED  
03 MAY - 7 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bilitzer Intl. Inc  
10226 Quito St  
Cooper City, FL 33026  
954-394-8416

TO: Secretary of State  
State of Florida  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

April 28, 2003

To Whom It May Concern:

Enclosed you will find Article of Incorporation. I have also enclosed a check for \$78.75 for the filing fees and a Certified Copy. Please file the attached Articles of Incorporation. Thanks in advance for your assistance in this matter.

Best regards,

Ifat Bilitzer

ARTICLES OF INCORPORATION  
OF  
Bilitzer Intl. Inc.

FILED  
03 MAY -7 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of the Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name.

The name of the corporation is  
Bilitzer Intl. Inc.

ARTICLE II. Term of Existence.

This corporation shall have perpetual existence.

ARTICLE III. Nature of Business.

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

ARTICLE IV. Capital Stock.

This corporation is authorized to issue 100 shares of Common Stock with \$1.00 par value.

ARTICLE V. Voting Rights.

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares.

ARTICLE VII. Initial Registered Office and Agent.

The address of the initial registered office of this corporation is:  
10226 Quito St.  
Cooper City, FL 33026

The name of the initial registered agent of the corporation at that address is Ifat Bilitzer.

ARTICLE VIII. Initial Board of Directors.

The corporation shall have 1 Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Director of the corporation is:

Ifat Bilitzer  
10226 Quito St.  
Cooper City, FL 33026

ARTICLE IX. Officers.

The initial officer of the corporation will be:

Ifat Bilitzer, CEO, Treasurer, and Secretary.

ARTICLE X. Incorporator.

The person signing these Articles of Incorporation has the following name and address:

Ifat Bilitzer  
10226 Quito St.  
Cooper City, FL 33026

ARTICLE XI. By-laws.

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment.

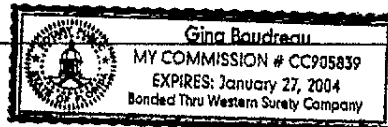
The corporation reserves the right to amend or repeal and provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. Principal Place of Business.

The street address of the principal place of business is:  
10226 Quito St.  
Cooper City, FL 33026

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30 day of April, 2003.

STATE OF FLORIDA  
COUNTY OF BROWARD



(SEAL)

BEFORE ME, the undersigned authority, personally appeared Ifat Bilitzer, known to be and known by me or who has produced FL DL B432-400-81-529-0 as identification to be the person who executed the foregoing Articles of Incorporation and he acknowledges before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 30 day of April, 2003.

Gina Boudreau  
NOTARY PUBLIC

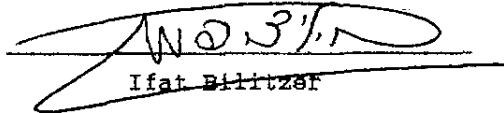
My commission expires:

1/27/04

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State  
State of Florida  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

I, Ifat Bilitzer, do hereby consent to serve as registered agent for the corporation, Bilitzer Intl. Inc.  
This day the 30 of April, 2003.

  
Ifat Bilitzer

Address of registered agent:

10226 Quito St.  
Cooper City, FL 33026

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03 MAY - 7 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA