

Division of Corporations

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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

MEL & NAT, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
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Articles of Incorporation

Pursuant to Chapter 607 and 621, Florida Statutes

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATION NAME:

The name of this corporation shall be:
MEL & NAT, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS:

The principal place of business of this corporation shall be:
**17555 COLLINS AVENUE, SUITE 1401
SUNNY ISLES BEACH, FL 33160**

ARTICLE III - MAILING ADDRESS:

The mailing address of this corporation shall be:
**17555 COLLINS AVENUE, SUITE 1401
SUNNY ISLES BEACH, FL 33160**

ARTICLE IV - DURATION:

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

ARTICLE V - PURPOSES:

This corporation is organized for the purpose of transacting any activities or businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE VI - CAPITAL STOCK:

The aggregate number of shares, which this corporation shall have authority to issue, is the total sum of **100** (one hundred) shares, having

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an individual par value of \$1.00 (one dollar) of common stock, which shall be designated "Common Shares".

ARTICLE VII - INITIAL REGISTERED OFFICE:

The street address of the initial registered office of this corporation shall be:

**17555 COLLINS AVENUE, SUITE 1401
SUNNY ISLES BEACH, FL 33160**

ARTICLE VIII - INITIAL REGISTERED AGENT:

The name of the initial registered agent is:

MARK SLININ

ARTICLE IX - INCORPORATOR:

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

**MARK SLININ
17555 COLLINS AVENUE, SUITE 1401
SUNNY ISLES BEACH, FL 33160**

ARTICLE X - INITIAL BOARD OF DIRECTORS

This corporation shall have **ONE** director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

| Name: | Capacity: | Address: |
|-------------|--|---|
| MARK SLININ | Director, President, Treasurer, Secretary | 17555 Collins Ave., # 1401 Sunny Isles Beach, FL 33160 |

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this corporation.

ARTICLE XII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporate Act.

ARTICLE XIII - INDEMNIFICATION

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

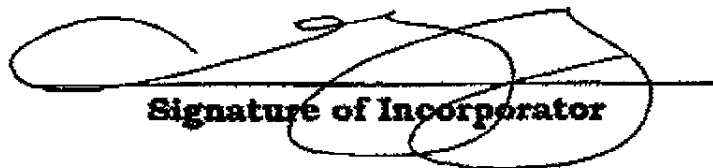
ARTICLE XIV - AMENDMENT:

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XV - PREEMPTIVE RIGHTS:

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from treasury of this corporation, in the ratio that the number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him exercise his preempting rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of **November 2003**.


Signature of Incorporator

State of Florida)

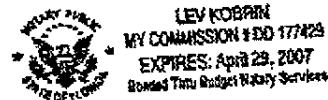
) **SS.**

County of Miami Dade)

BEFORE ME, the undersigned authority personally appeared **Mark Slinin**, to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscribed hereto.

WITNESS my hand and official seal this 3rd day of **November 2003**.

Lev Kobrin
Lev Kobrin, Notary Public, State of Florida



DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, **MEL & NAT, INC.**, DESIRING TO ORGANIZE UNDER THE laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named **MARK SLININ, 17555 COLLINS AVENUE, SUITE 1401, SUNNY ISLES BEACH, FL 33160** its Registered Agent to accept service of process within this State.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.

November 3rd, 2003

Signature of Registered Agent

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