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

From: Account Name : EMPIRE CORPORATE KIT COMPANY
 Account Number : 072450003255
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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FLORIDA PROFIT CORPORATION OR P.A.

cedars, inc.

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ARTICLES OF INCORPORATION

of

CEDARS, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I

The name of the corporation is CEDARS, INC.

ARTICLE II

The period of its duration is perpetual

ARTICLE III

The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

ARTICLE IV

The purpose(s) for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the Florida General Corporation Act.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of capital stock, \$1.00 par value

ARTICLE VI

The number of director(s) constituting the initial Board of Directors of the corporation are three (3) and the name and address of the persons who are to serve as director(s) until the first annual meeting of shareholders or until the successors are elected and qualified are:

PRESIDENT: MAZHAR OSMAN
VP/SECRETARY/TREAS.: AYMAN MOURTADA

SECRETARY OF STATE
ALLIANCE STATE FIDELITY

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ARTICLE VII

The Shares of Capital Stock of this Corporation shall be issued to the following person(s)

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
MAZHAR OSMAN	440 SW 8 th Street Miami, Florida 33130	500
AYMAN MOURTADA	440 SW 8 th Street Miami, Florida 33130	500

ARTICLE VIII

The name and address of the incorporator and the address of the principal office is:

MAZHAR OSMAN

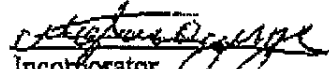
440 SW 8th Street
Miami, Florida 33130

ARTICLE IX

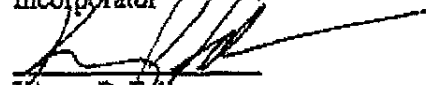
The name and the address of the initial registered agent is:

Kieran P. Fallon
436 SW 8th Street
Miami, Florida 33130

DATED: 1/20/2004



 Incorporator



 Kieran P. Fallon
 Initial Registered Agent

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 20th day of January, 2004, by Mazhar Osman, as the Incorporator, who is personally known to me and who did take an oath.



 NOTARY PUBLIC

State of Florida at Large
 My Commission Expires:

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CERTIFICATE OF DISIGNATION - REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

CEDARS, INC.

2. The name and address of the registered office is:

Kieran P. Fallon
436 SW 8th Street
Miami, Florida 33130

DATED: 1/20/2004

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TALLAHASSEE, FLORIDA

SIGNATURE: *Kieran P. Fallon*
TITLE: PRESIDENT
DATE: 1/20/2004

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE: *[Signature]*
TITLE: REGISTERED AGENT
DATE: 1/20/2004

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