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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)399-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

MSY INVESTMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: *MSY INVESTMENT, INC.*

The principal place of business of this corporation shall be:
2300 NE 194th Street., N. Miami Beach FL 33180

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is 1000 @ 1.00 authorized to have outstanding at any one time is ONE THOUSAND @ \$1.00 per value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpenially.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

YOSI TAL, PRESIDENT
2300 N.E 194th Street
N. Miami Beach FL 33180

SIMON TAL, VICE-PRESIDENT
2300 N.E 194th Street
N. Miami Beach FL 33180

ARTICLE VI INCORPORATOR(S)

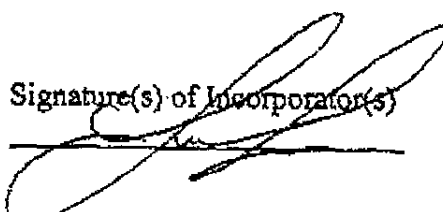
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

YOSI TAL
2300 N.E 194th Street
N. Miami Beach FL 33180

SIMON TAL,
2300 N.E 194th Street
N. Miami Beach FL 33180

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 2 day of February, 2004

Signature(s) of Incorporator(s)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING
REGISTERED AGENT/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: MSY INVESTMENT, INC.

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

YOSI TAL

2300 NW 194th Street.,

(P.O. BOX NOT ACCEPTABLE)

North Miami Beach FL 33180

(CITY/STATE/ZIP)

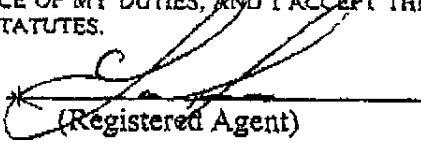
SIGNATURE 

(Corporate Officer)

TITLE President

DATE February 2, 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 

(Registered Agent)