

Division of Corporations

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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 : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.**DLD CAPITAL INC.**

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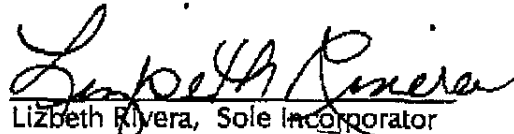
ARTICLES OF INCORPORATION
OF
DLD CAPITAL INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **DLD CAPITAL INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **200** common shares with no par value.
5. The principal address and mailing address of the corporation will be:
236 East 47th Street, Suite# 21B, New York, NY 10017
6. Its registered office in the State of Florida is to be located at **5588 Via de la Plata, Delray Beach, FL 33484**, and its registered agent at such address is: **Dan Danai**
7. The name and address of each person who shall serve as Director is as follows:
Dan Danai, 5588 Via de la Plata, Delray Beach, FL 33484
Limor Danai, 5588 Via de la Plata, Delray Beach, FL 33484
8. The name and address of the sole incorporator is: **Lizbeth Rivera**
c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated February 23, 2004


Lizbeth Rivera, Sole Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered agent of
DLD CAPITAL INC., a Florida corporation.

Dated: February 23, 2004


Dan Danal
REGISTERED AGENT

BlumbergExcelsior Corporate Services
62 white Street
New York, NY 10013
212-431-5000

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