

Aug 11-04 12:35 PM Law Offices of Sally N. Sawh
Division of Corporations
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CORPORATION DIVISION
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Lilis Holdings, Inc.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 24, 2004

LAW OFFICES OF SALLY N. SAWH

SUBJECT: LILIS HOLDINGS, INC.
REF: W04000031991

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6965.

Dorine Martin
Document Specialist
New Filings Section

FAX Attn. #: H04000170709
Letter Number: 704A00051683

FAX AUDIT NUMBER:

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:

Lilis Holdings, Inc.

Article II. Address:

The mailing address of the Corporation is:

7150 Parsons Blvd. # 6-D
Fresh Meadows, NY 11365

Article III. Registered Agent

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

Law Office of Sally N. Sawh, P.A.
1054 Kane Concourse
Bay Harbor, FL 33154

Article IV. Board of Directors

The incorporator shall hold an organizational meeting or execute a written consent to elect a Board of Directors who shall complete the organization of the Corporation.

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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SALLY N. SAWH, P.A.
1054 KANE CONCOURSE
BAY HARBOR, FL 33154

FAX AUDIT NUMBER:

Sally N. Sawh: FL Bar Member 086436
Law Offices of Sally N. Sawh, P.A.
1054 Kane Concourse
Bay Harbor Islands, Florida 33154
(305) 865-1224

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share

Article VI. Incorporator

The name and address of the incorporator is:

Law Offices of Sally N. Sawh, P.A.
1054 Kane Concourse
Bay Harbor, Florida 33154

Article VII. Corporate Existence

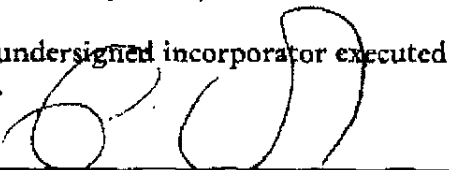
These Articles of Incorporation shall become effective and the corporate existence will begin on August 25th, 2004.

Article VIII. Acceptance of Registered Agent

The undersigned hereby accepts appointment and assignment as Registered Agent.


NAME: Sally N. Sawh, Esq.
Registered Agent Signature

The undersigned incorporator executed these Articles of Incorporation on August 25th, 2004.


Sally N. Sawh, Esq.

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