

**P04000127465**

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**FLORIDA PROFIT CORPORATION OR P.A.**

**KALA, INC.**

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9/8/04



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 8, 2004

EXPRESS CORPORATE FILING SERVICE INC.

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**ARTICLES OF INCORPORATION  
FOR  
KALAN, INC.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this corporation shall be:

**KALAN, INC.**

Its principal place of business and/or mailing address shall be:

710 South Dixie Highway,  
Coral Gables, Florida 33146

**ARTICLE II  
NATURE OF BUSINESS**

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III  
AUTHORIZED SHARES**

The Corporation shall be authorized to create and issue 100 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

**ARTICLE IV  
TERMS OF EXISTENCE**

The term of this Corporation shall commence with the filing of these Articles of

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Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation in the State of Florida shall be:

ARAN CORREA & GUARCH, P.A.  
710 South Dixie Highway  
Coral Gables, Florida 33146

The name of the initial registered agent of this Corporation at that address shall be:  
FERNANDO S. ARAN, ESQ.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

**ARTICLE VII**  
**DIRECTORS - NAMES AND STREET ADDRESSES**

The members of the first Board of Directors shall hold office until their successors have been duly elected or appointed and have qualified as such. The name and address and office, if any, in the Corporation which they hold are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Isidoro Masri	19595 NE 10 <sup>th</sup> Avenue North Miami Beach, FL 33179	President Treasurer
Simon Abadi	19595 NE 10 <sup>th</sup> Avenue North Miami Beach, FL 33179	Vice President Secretary

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**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Fernando S. Aran  
710 South Dixie Highway  
Miami, Florida 33146

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 31 day of August, 2004.

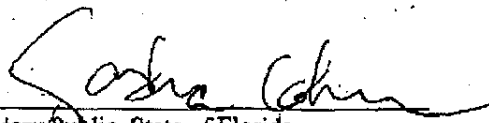
  
\_\_\_\_\_  
Fernando S. Aran, Incorporator

STATE OF FLORIDA    )  
COUNTY OF DADE    )

THE FOREGOING instrument was acknowledged before me this 31 day of August 2004, by Fernando S. Aran, who is personally known to me or who has produced the following as identification: \_\_\_\_\_ and who did/did not take an oath.



Sasha M. Cohen  
My Commission 00048143  
Expires August 12, 2005

  
\_\_\_\_\_  
Notary Public, State of Florida  
Name of Notary Public Typed/Printed  
Commission Number  
My Commission Expires:

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**DESIGNATION AND ACCEPTANCE**

**OF**

**REGISTERED AGENT**

In pursuance of Section 48.091 and Chapter 607, Florida Statutes KALAN, INC. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 710 South Dixie Highway, Coral Gables, Florida 33146, has named Fernando S. Aran, Esquire located thereat as its registered agent to accept service of process within this state.



Fernando S. Aran  
Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.



Fernando S. Aran  
Registered Agent