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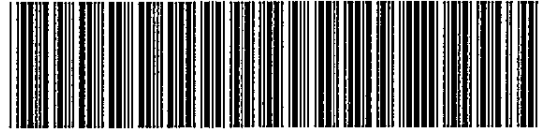
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2005 MAR 24 P 4:01

RECEIVED
OFFICE OF THE
CLERK OF THE
COURT

3-30-05

BARAK HOLDINGS, INC.

11911 US Hwy One
Suite 201
North Palm Beach, FL 33408

March 3, 2005

State of Florida
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Filings

RE: BARAK HOLDINGS, INC.

To Whom It May Concern:

Enclosed please find the following:

1. Articles of Incorporation for BARAK HOLDINGS, INC. (2 copies)
2. A money order made payable to the Secretary of State in the amount of \$78.75

Please file the aforementioned articles and return one copy to the undersigned via regular US Mail.

Thanking you in advance, I remain

Sincerely,



MARC J. BUROFSKY

ARTICLES OF INCORPORATION

of

BARAK HOLDINGS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:

BARAK HOLDINGS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business, which is permitted under the laws of the State of Florida.
2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
3. And, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to

create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

4. And, further to conduct any and all activities necessary to import and/or export products, merchandise and other items into and/or from United States of America.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock, having a par value of ONE AND 00/XX (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is ONE THOUSAND AND NO/100 (\$1000.00) DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION: This Corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS: The name of this corporation shall be BARAK HOLDINGS, INC., having its principal place of business at: 11911 US Hwy One, Suite 201, North Palm Beach, FL 34408.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said corporation may desire.

ARTICLE VII

DIRECTORS: This corporation shall have one (1) director initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

DIRECTORS: The names and addresses of the first Board of Directors of these Articles of Incorporation are as follows:

MARC J. BUROFSKY	11911 US Hwy One, Suite 201
Director	North Palm Beach, FL 33408

The names and addresses of the original officers are as follows:

MARC J. BUROFSKY	11911 US Hwy One, Suite 201
Director	North Palm Beach, FL 33408

ARTICLE IX

INCORPORATOR AND SUBSCRIBER: The Incorporator and Subscriber to all of the capital shares of the corporation is:

MARC J. BUROFSKY

ARTICLE X

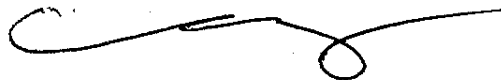
AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XI

REGISTERED AGENT: That MARC J. BUROFSKY at 11911 US Hwy One, Suite 201, North Palm Beach, FL 33408 is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

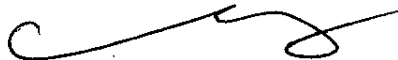
Having been named to accept service of process for BARAK HOLDINGS, INC., at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



MARC J. BUROFSKY
Registered Agent

I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this

Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 10 day of March, 2005.



MARC J. BUROFSKY

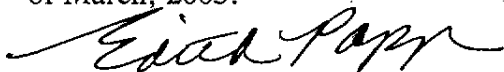
STATE OF FLORIDA)

SS:

COUNTY OF PALM BEACH)


BEFORE ME, the undersigned authority, personally appeared MARC J. BUROFSKY who did take an oath, being by me first duly sworn, deposes and states that he is the person described in and who executed the foregoing Articles of Incorporation, and he has they acknowledged that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 10 day of March, 2005.



NOTARY PUBLIC
State of Florida

Print Name:



My Commission Expires:

June 6, 2006



Edith Papp
Commission # DD112845
Expires June 6, 2006
Bonded Thru
Atlantic Bonding Co., Inc.