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### Alan Miller CPA, P.A.

2500  $\in$  Hallandale Beach Blvd., Suite 402

Hallandale, R. 33009 Phone: 954-454-9446

Fax: 954-454-9447 E-mail: alan@alanmillercpa.com

March 3, 2006

State of Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

#### Gentlemen:

Enclosed please find the Articles of Incorporation for Mansfield Holding Corp. and a check in the amount of \$122.50 to cover the filing of these articles.

Very truly yours,

Omer Dror

## ARTICLES OF INCORPORATION OF Mansfield Holding Corp.

The undersigned, acting as incorporator of Mansfield Holding Corp. under the Florida Business Corporation Act, adopts the following articles of incorporation.

#### **ARTICLE I - NAME**

The name of the corporation is:

Mansfield Holding Corp.

**ARTICLE II - ADDRESS** 

The mailing address of the corporation is:

479 Holiday Drive Hallandale, FL 33009

#### **ARTICLE III - COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing these articles of incorporation.

#### **ARTICLE IV - PURPOSE**

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

#### **ARTICLE V - AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1 per share.

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 479 Holiday Drive, Hallandale, FL 33009 and the name of the corporation's initial registered agent at that address is Omer Dror.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either be increased or diminished from time to time as provided in the bylaws, but never be less than one. The name and address of the initial director are:

NAME Omer Dror ADDRESS 479 Holiday Drive Hallandale, FL 33009

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator are:

NAME Omer Dror ADDRESS 479 Holiday Drive Hallandale, FL 33009

#### **ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders which specifically provides that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE X - AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these articles of incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation	under the law	٧S
of the State of Florida, has executed these articles of incorporation this _	day of	f
, 2005.		

Mansfield Holding Corp.

mer Dror Incorporator

STATE OF FLORIDA	)	
	)	SS:
COUNTY OF BROWARD	)	

Before me, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared Omer Dror known to me and known by me to be the person who executed the foregoing articles of incorporation, and he/she acknowledged before me that he/she executed the articles of incorporation.

In witness whereof, I have hereto set my hand and seal in the state and county aforesaid this 3 day of March, 2005.

Notary Public

Patricis Miller
My Commission D0318718
Expires July 20, 2006

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with and accept the obligations of the position.