

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
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P95000012954

CSO networks

MAIL TO
P.O. BOX 5828
TALLAHASSEE, FL 32311

ACCOUNT NO. : 072100000032

REFERENCE : 543809 146487A

AUTHORIZATION : *Patricia Pyatt*

COST LIMIT : \$ 131.25

ORDER DATE : February 15, 1995

ORDER TIME : 12:06 PM

ORDER NO. : 543809

4100001407034

CUSTOMER NO: 146487A

CUSTOMER: Bennett David Kraemer, Esq.
BENNETT DAVID KRASNER

1233 Beech Street, No. 49

Atlantic Beach, NY 11509

FILED
95 FEB 15 AM 2:08
TALLAHASSEE, FLORIDA

DOMESTIC FILING

P95000012954
NAME: AYALON MANAGEMENT CO.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: *DM*

2-15-95
04/19/95

ARTICLES OF INCORPORATION
OF
AYALON MANAGEMENT CO.

FILED
95 FEB 15 PM 2:08
SECRET
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be: AYALON MANAGEMENT CO.

ARTICLE II NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any lawful activity for which corporations may be organized under the Laws of the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock of One (\$1.00) Dollar par value.

ARTICLE IV CAPITALIZATION

The minimum amount of capital with which the corporation will commence is five-hundred and 00/100 (\$500.00) Dollars.

ARTICLE V VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for all purposes shall be vested exclusively in the holders of the outstanding Common Shares.

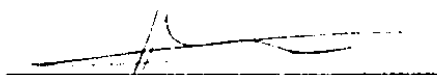
ARTICLE VI DURATION

This corporation is to have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE XIII INDEMNIFICATION

The Incorporator, along with the officers and directors of the corporation shall be indemnified and held harmless by the corporation from and against any and all claims, losses, costs, liability or expense incurred by him or her in connection with or resulting from any claim, action, suit or proceeding, in which he or she may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the corporation, whether or not he or she continues to be such at the time such loss, costs, liability or expense is imposed or incurred, except with regard to matters as to which any such director, officer or employee is found guilty of gross negligence or willful misconduct in the performance of his or her duty. Expenses (including attorneys' fees) incurred in defending any claim, action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.

Dated this _____ day of FEBRUARY, 1995.



RAN AYALON

STATE OF FLORIDA
COUNTY OF DADE ss:

BEFORE ME, the undersigned, personally appeared Ran Ayalon, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Hollywood County, Florida, this 7th day of February, 1995.

NOTARY PUBLIC
STATE OF FLORIDA

DENISE TOUSIGNANT
Notary Public, State of Florida
My Commission Expires Dec. 30, 1995
Commission No. CC 249420

My commission expires on:

FILED
95 FEB 15 01 2 08
STATE OF FLORIDA
TALLAHASSEE

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Ayalon Management Co.
- 2. The name and address of the registered agent and office is: Ran Ayalon, 2661 Regalla Wuy, Cooper City, Florida 33026.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



RAN AYALON

Date: 2-7-95