P50020823

ACCREDITED FINANCIAL ACCOUNTING, INC.
2430 Shadowlawn Drive
Suite Seven
Naples, FL 33962
813-775-8588

SECRETAL SEE. FLORIDA

March 10, 1995

FFECTIVE DATIS

Secretary of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800001428683 -03/14/95--01054--006 ****122.50

Re: Elias Brothers, Inc.

Enclosed please find the $\mbox{Articles}$ of Incorporation for Elias Brothers, Inc.

A Check for \$122.50 is enclosed. Please return to us the charter number for the corporation. We do require a certified copy.

Sincerely yours,

Glenn A. Morton, E.A.

Henn amoston

3/15/95

ARTICLES OF INCORPORATION

OF ELIAS BROTHERS, INC.

The undersigned subscriber to the Articles of Incorporation, being 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:

Elias Brothers, Inc. 4206 Enterprise Ave. Unit A-7 Naples, Fl. 33942

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and/or all lawful business under the General Corporation act of the Florida Statutes.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof at the price at which it is offered to others.

ARTICLE V

DURATION

This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 4206 Enterprise Ave Unit A-7, Naples, F1 33942 and the name of the initial registered agent of this corporation at that address is Roni Elias. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signed: Romi

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may never be less than one. The names and addresses of the initial directors of this corporation are as follows:

NAME

ADDRESS

Roni Elias

4206 Enterprise Ave. Unit A-7 Naples, Fl 33942

Miryam Eli-Av 4206 Enterprise Ave. Unit A-7 Naples, Fl. 33942

ARTICLE VIII

INCORPORATOR

The name and address of the person subscribing these articles is:

NAME

ADDRESS

Roni Elias

4206 Enterprise Ave. Unit A-7 Naples, Fl 33942

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of subscription and acknowledgement.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles on the TENTH day of MARCH 1995.

Roni Elias

Roni Elias

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this TENTH DAY of HARCH 1995 by Roni Elias.

Notary Pubic

State of Florida at Large

E. FRANCES MORTON
State of Florida
My Comm. Exp. June 3, 1998
Comm., I CC 382668

PERSONALLY KNOWN BY ME
PRODUCED I.D.

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CR2E031(9/92)

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

	
	* *
Elias Brothers, Inc	
(Present Name)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: An Officer is being added:

Miryam Eli-Av Treasurer 4206 Enterprise Avenue, Ste. A-7 Naples, FL 33942

SECOND: An Officer and Director being added:

Uri D. Eli-Av President/Director 4206 Enterprise Avenue Unit A-7 Naples, Florida 33942

THIRD: The Address of its Registered office will be 4206 Enterprise Avenue Unit A-7, Naples, Florida 33942. Phone Number: 1-800-803-6415.

Or (941) 643-1624.

FOURTH: The date of each amendment's adoption: October 18, 1995.

FIFTH: Adoption of Amendment(s) (check one) The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of Votes cast for the amendment(s) was/were sufficient fir approval by (voting group) The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. Signed this 19th day of October, 1995. Signature n or Vice Che Directors, President or other officer if adopted by the Shareholders) (By a director if adopted by t

ELI-AV URI

President