

P95000049225

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(Requestor's Name)

(Address)

FILED
95 JUN 23 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO Ms. Sharon Tala

FROM

Florida Dept of State
Div. of Corporation

Y. BAR-CHAMA
Accounting & Tax Services
1122 AVENUE J
BROOKLYN, N.Y. 11230
(718) 258-4640

SUBJECT Filing Certificate of Incorporation.

MESSAGE Dear Sharon

Date 06/22/95

Enclosed please find a Certificate of incorporation of sun fun & sport Inc. To be filed as soon as possible.

I thank you for the help you offered in expediting the filing of this article and your attention to our need. kindly return the stamped documents with the enclosed air bill via Fedex.

REPLY

Signed

If there is any problem please call Shlomi demet at (718) 258 4640.

Once again Thank you

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-06/27/95--01071--015
****122.50 ****122.50

MRM-859-3
PRINTED IN USA

Signed
SEND PARTS 1 AND 3 WITH CARBON INTACT PART 3 WILL BE RETURNED WITH REPLY

Date

Reinstatement
Trademark
Other

CR2E031(9/92)

Examiner's Initials

*ARTICLES OF INCORPORATION
OF*

SUN FUN & SPORT INC.

I, The undersigned, hereby make, and subscribe and file these articles of incorporation for becoming a corporation for profit under the laws of the state of Florida.

ARTICLE I

The name of the corporation is: SUN FUN & SPORT INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and the state of Florida.

ARTICLE III

The number of shares of stocks which this corporation is authorized to issue is : Two hundred(200) shares with no par value.

ARTICLE IV

The corporation shall exist perpetually.

ARTICLE V

The initial address of the principal office of the corporation shall be:
415 S. Atlantic Blvd.
Ft. Lauderdale FL 33316

ARTICLE VI

The number of directors in the initial board of directors of the corporation shall be one, that number may be increased or changed from time to time by vote taken by shareholders.
The name and address of the initial board of directors:
Eli Halawani 415 South Atlantic Blvd. Ft. Lauderdale FL 33316

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TALLAHASSEE FLORIDA

ARTICLE VII

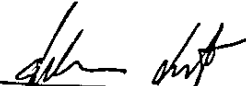
The name and address of the registered agent of the corporation in the state of Florida is
Eli Halawhi 415 South Atlantic Blvd. Ft. Lauderdale Fl. 33316

ARTICLE VIII

These articles of incorporation may be amended in the manner provided by law, and voted by the majority of shares votes. TO the full extent that the law of the state of Florida permits, No director or share holder will be personally liable for the corporation

ARTICLE IX

The undersigned incorporator for the purpose of forming a corporation for business in the state of Florida does make and file these articles of incorporation, hereby do affirm that the facts herein stated are to the best of my knowledge are true. This 21st day of May 1995


By Core Corporate Systems LTD
Shlomo Nemet
1122 Avenue J
Brooklyn NY 11230

ACCEPTANCE OF THE REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the articles of incorporation I hereby accept to act in this capacity, and agree to comply with the provisions of chapt. 48.091 Florida statutes, relative to keeping open said office.

SIF ELI HALAWHI
Eli Halawhi

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TALLAHASSEE FLORIDA

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95 JUN 28 11 31
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TALLAHASSEE, FLORIDA

TO FLORIDA Dept. OF STATE

DIV OF CORP

409 East Gains St. Tallahassee FL
32399

FROM

Y. BAR-CHAMA

Accounting & Tax Services

1122 AVENUE J

BROOKLYN, N.Y. 11230

(718) 258-4640

SUBJECT Amendment to Certificate of Incorporation

Date 06/27/95

MESSAGE Dear Ms. Tala

Enclosed please find an Article of amendment for the recently
opened corporation. The change is for the name only.

If there is any problem I will appreciate your call to (718)
258-4640.

Thank you for your help and cooperation.

700001528767

-07/03/95--01001--018

*****35.00 *****35.00

Signed Truly

REPLY

S. de met

Representative for the Corp.

P.S. Enclosed is a stamp for priority mail to return
the Documents.

N/C 5/28/95
Date 6/28/95

Signed

Date

Trademark
Other

Examiner's Initials

ARTICLES OF AMENDMENT
OF
SUN FUN & SPORT INC.

FILED
JUN 28 1995
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts these articles of amendments

FIRST: The name of the corporation is: SUN FUN & SPORT INC.

SECOND: The articles of incorporation of this corporation are amended by changing the name of the corporation so that, as amended said article shall read as follows:

ARTICLE I
THE NAME OF THE CORPORATION IS: SUN & SURF II

THIRD: The amendment provides NO Change to other provision of the Corporation.

FOURTH: The amendment to the articles of incorporation of the corporation set forth was adopted on the 23rd day of June 1995.

FIFTH: Prior to the issuance of shares the amendment was adopted by the Board Of Directors without shareholder action and shareholder action was not required.

Signed This 26th day of June 1995.
SUN FUN & SPORT INC.

SIF

ELI HALAWANI

BY: Eli Halawani

Chairman,

Sole Board of Directors