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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ELAN BITTON, INC.
FAX AUDIT NUMBER: H96000000058
DATE REQUESTED: 01/02/1998
CERTIFIED COPIES: 0
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$70.00
CURRENT STATUS: REQUESTED
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

ELAN BITTON, INC.

ARTICLE I

NAME

The name of this corporation is ELAN BITTON, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

The Tax Man
Howard Angowitz
1601 Belvedere Rd. #213
W. Palm Bch., FL 33406
(407) 684. 3844

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ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principal office of this Corporation is 618 Duval Street, Key West, Florida, 33040, and the name of the initial registered agent at this address is Elan Bitton.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Elan Bitton

618 Duval Street
Key West, FL 33040

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ARTICLE IX

INCORPORATORS

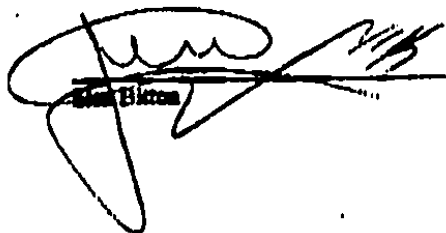
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The name and address of the persons signing these articles of incorporation is:

Elan Bliton

618 Duval Street
Key West, FL 33040

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of incorporation this 22nd day of December, 1995.


Elan Bliton

STATE OF FLORIDA

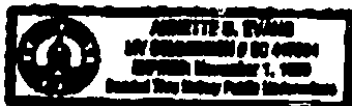
COUNTY OF Monroe

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Elan Bliton known by me to be the person who executed these articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and county aforesaid, this 22nd day of December, 1995.

(SEAL)


Notary Public




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-ELAN BITTON, INC.
DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPLE PLACE OF BUSINESS AT THE CITY OF KEY WEST, MONROE COUNTY,
STATE OF FLORIDA, HAS NAMED ELAN BITTON, AT 618 DUVAL STREET, CITY OF
KEY WEST, STATE OF FLORIDA AS ITS AGENT TO ACCEPT PROCESS WITHIN
FLORIDA.

SIGNED 
TITLE PRESIDENT
DATE DECEMBER 22, 1994

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED 
ELAN BITTON
Resident Agent
DATE DECEMBER 22, 1994

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TALLAHASSEE, FLORIDA

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