5/12/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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TOI DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #: (305)716-0346

PHONE: (305) 599-0839

NAME: RAMI SEGAL & ASSOCIATES INC. -AUDIT NUMBER..... H97000007757

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

H97000007757

ARTICLES OF INCORPORATION OF

RAMI SEGAL & ASSOCIATES INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I'NAME

The name of the corporation shall be: RAMI SEGAL & ASSOCIATES INC.

The principal place of business of this corporation shall be:

19495 Biscayne Blvd., #705 Aventura, Fl 33180

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

1,000 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Rami Segal 19495 Biscayne Blvd. #705 Aventura, Fl 33180

Prepared by: Leon Egocy, C.P.A.
19495 Biscayne Blvd. #705
Aventura, Fl 33180
(305) 937-2664

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Rami Segal 19495 Biscayne Blvd. #705 Aventura, Fl 33180

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 30th . day of April ,1997.

Signature(s) of incorporator(s)

H97000007737

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

SECTION 607.325, FLORIDA STATUTES.

RAMI SEGAL & ASSOCIATES INC.
2. The name and address of the registered agent and office is:
Leon Egocy, C.P.A. 19495 Biscayne Blvd., #705
(P.O. BOX NOT ACCEPTABLE)
Aventura, Fl 33180
(CITY/STATE/ZIP)
peral
SIGNATURE
TITLE PROSIDENT
DATE 04/30/97
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF

04/30/97

DATE