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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: E. & D. OF PLANTATION ENTERPRISES, INC.

AUDIT NUMBER.....H97000008355

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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**ARTICLES OF INCORPORATION FOR
E. & D. of Plantation Enterprises, Inc.**

Article I - NAME

The name of the corporation is E. & D. of Plantation Enterprises, Inc.

Article II - PRINCIPAL OFFICE

The Principal place of business and mailing address of this corporation is:

9742 NW 7th Circle
Suite 826
Plantation, Florida 33324

Article III - OFFICERS

The name and address of the initial officer is:

Daniel Ohayon, P, V-P, S & T.
9742 NW 7th Circle
Suite 826
Plantation, Florida 33324

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Article IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares with One Dollar par value.

Article V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is:

Daniel Ohayon
9742 NW 7th Circle
Suite 826
Plantation, Florida 33324

Prepared by:

Avi Carmel, Esq. Florida Bar No. 0764530, Carmel & Bijou, P.A.
100 N. Biscayne Blvd. #2800, Miami, Florida 33132
(305) 577-8600

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Article VI - INCORPORATOR

The name and address of the incorporator for this corporation:

Daniel Ohayon
9742 NW 7th Circle
Suite 826
Plantation, Florida 33324

The undersigned incorporator has executed these Articles of Incorporation on this 20th day of May, 1997.

DANIEL OHAYON
Daniel Ohayon

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H97000008355 **CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/register agent, in the State of Florida.

The name of the corporation is : E. & D. of Plantation Enterprises, Inc.

The name and address of the registered agent is:

Daniel Ohayon
9742 NW 7th Circle
Suite 826
Plantation, Florida 33324

Having been named registered agent for the stated corporation, I hereby accept the appointment as a registered agent and I am familiar with and accept the obligation of my position.

DANIEL OHAYON
Daniel Ohayon
May 20, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA