P97000051842

PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

(((H97000009534 3)))

:O: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

'ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305) 541-3694

FAX #: (305)541-3770

IAME: KHAMZIN PRODUCTION, "MOSCOW-MIAMI", INC.

AUDIT NUMBER......H97000009534

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

CERT. OF STATUS...0

PAGES..... 6

CERT. COPIES..... DBL.MET

DEL.METHOD.. FAX EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

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

** ENTER 'M' FOR MENU. **

INTER SELECTION AND <CR>: Help F1 Option Menu F2

NUM

Connect: 00:04:08

97 JUN 12 AM 8: 06



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 11, 1997

EMPIRE CORPORATE KIT COMPANY

SUBJECT: KHAMZIN PRODUCTIO, MOSCON-MIAMI, INC.

REF: W97000013629

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

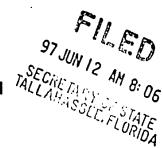
If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register Corporate Specialist Supervisor FAX Aud. #: H97000009534 Letter Number: 697A00031504

H97000009534

ARTICLES OF INCORPORATION





KHAMZIN PRODUCTION, MOSCOW-MIAMI, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

KHAMZIN PRODUCTION, MOSCOW-MIAMI, INC.

The address of the principal office of this Corporation shall be: 245-22nd Street, Club "Onyx" bidg., Miami Beach, Florida 33139, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in 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 maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is (1,000) shares of common stock having \$1.00 par value per share.

Prepared by: Law Offices of Irina Nemtsev, P.A. 2020 N.E. 163rd Street, Suite 300 North Miami Beach, FL 33162 (305) 944-9100 FL Bar No.: 0086037

497000009584

H47000009534

ARTICLE IV. SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall be: Law Offices of Irina Nemtsev, P.A., 2020 N.E. 163rd Street, Suite 300, North Miami Beach, Florida 33162, and the name of the initial registered agent of the Corporation at that address is Irina Nemtsev, Esq.

ARTICLE VI. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII. DIRECTORS

This Corporation shall have one [1] director(s). The name and street address of the initial directors who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

Mikhali Khamzin Director/President 1031, 19 ST #36 Miami Beach, FL 33139

H97

487000009534

#91000009534 ARTICLE VIIL OFFICERS

The officers of the Corporation and their addresses shall be:

Mikhail Khamzin

1031, 19 ST #36

Director/President/

Miami Beach, FL 33139

Secretary

Simion Tseytlin

1748 Meridian Ave., Apt.#7

Vice President/Treasurer Miami Beach, FL 33139

ARTICLE JX. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

ARTICLE X. BY-LAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE XI. EFFECTIVE DATE

These Articles of incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XII. AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation

14700000a534

Handond 9534 or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE XIII. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation:

Irina Nemtsev, Esq.

2020 N.E. 163rd Streat

Suite 300

North Miami Beach, FL 33162

Irina Nemtsev, incorporator

Alina Nenteer

STATE OF FLORIDA COUNTY OF DADE

The foregoing Articles of Incorporation of KHAMZIN PRODUCTION, MOSCOW-MIAMI, INC. was acknowledged before me this 11th day of June, 1997, by Irina Nemtsev,

Esq. who is personally known to he.

NOTARY PUBLIC

My Commission Expires:

MANCIA GODRALIO PA Ny Commission CO200011 Stokes Jul, 85, 1888 Sended by IAI

147000009534

#9700000334 ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Date: June 11, 1997

Clina Newther
IRINA NEMTSEV, ESQ.

97 JUN 12 AM 8: 06
SECRETARY OF STATE
TALLAHASSEF, FLORIO

H97000009534