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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

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

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: FORT KNOX STORAGE, INC.

AUDIT NUMBER.....H97000012116

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

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

B. REGISTER JUL 25 1997

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ARTICLES OF INCORPORATION

(6)

OF

FORT KNOX STORAGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is FORT KNOX STORAGE, INC.

ARTICLE II

This existence of this corporation shall be perpetual unless dissolved according to Florida law. In the event of dissolution of this corporation, all remaining assets of the corporation shall be transferred and delivered according to Florida law.

ARTICLE III

The corporation's business and purpose shall consist solely of the following:

(i) To acquire the ownership and engage in the operation and management of a warehouse facility located approximately one block north of McNab Road just west of Powerline Road in the City of Pompano Beach in Broward County, Florida, pursuant to and in accordance with these Articles of Incorporation; and,

(ii) To engage in such other lawful activities permitted to corporations by the General Corporation laws of the State of Florida as are incidental, necessary or appropriate to the foregoing.

This instrument prepared by:
Lisette Salazar, Esq.
Bar No. 0577410
Robert A. Salazar, L.L.P.
30 W. Masha Dr. #2
Key Biscayne, Fl. 33149

(306) 361-1283

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ARTICLE IV

The address of the principal office of the Corporation is
C/O Roberts & Salazar, L.L.P., 50 West Mashta Drive, Suite 2, Key
Biscayne, Florida 33149.

ARTICLE V

The initial mailing address of this corporation shall be:
C/O Roberts & Salazar, L.L.P., 50 West Mashta Drive, Suite 2, Key
Biscayne, Florida 33149.

ARTICLE VI

The maximum number of shares this Corporation is authorized to
issue is 200 Common Shares, 100 Shares of which shall be designated
as Class A Common Shares and 100 shares of which shall be
designated as Class B Common Shares. All Common Shares shall be
identical with each other in every respect, except that the holders
of the Class A Common Shares shall have exclusive voting power upon
all matters, and in connection therewith shall be entitled to one
vote for each Share of Class A Common Stock.

ARTICLE VII

The corporation shall be managed by a Board of Directors. The
number of Directors, method of election and the method of removal
of Directors shall be as provided in the By-laws of the
corporation. The initial board of directors shall consist of one
member. The name and address of the person who will serve on the
initial board of directors is:

Israel Feit
14 Karo Street
Tel-Aviv 67014, Israel

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ARTICLE VIII

The corporation shall have such Officers with such duties as provided in the By-laws.

ARTICLE IX

The By-laws of this corporation may be adopted, altered, amended or repealed by the Directors.

ARTICLE X

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

ARTICLE XII

The initial street address of the Corporation's registered office is Roberts & Salazar, L.L.P., 50 West Mashta Drive, Suite 2, Key Biscayne, Florida 33149. The initial registered agent for the Corporation at that address is Lisette Salazar, Esquire.

ARTICLE XIII

The names and street address of the person signing these articles of incorporation is:

Lisette Salazar, Esq.
50 West Mashta Drive, Suite 2,
Key Biscayne, Florida 33149.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 th day of July, 1997.


Lisette Salazar

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for FORT KNOX STORAGE, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Lisette Salazar

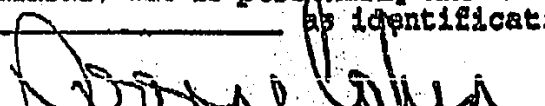
STATE OF FLORIDA)

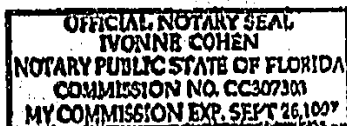
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COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24 day of July, 1997 by Lisette Salazar, who is personally known to me ✓ or who has produced _____ as identification.

My Commission Expires:


Notary Public, State of Florida



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