

P97000094368
Rafael Golan

Suite 725
3111 University Drive
Coral Spring, Florida 33065
954 755-2446

October 24, 1997

To: Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/03/97--01014--018
(3) ****122.50 ****122.50

re: Golan Financial Inc.

Gentlemen,

Please file the enclosed Articles of Incorporation of the captioned new incorporation.

My check in the sum of \$122.50 is enclosed together with a duly executed duplicate original for certification.

Please call me at 954 755-2446 if there is any question.

Rafael Golan

priority

FILED
97 NOV -3 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9N 11-4-97

**ARTICLES OF INCORPORATION
OF
Golan Financial Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1. The name of this Corporation is: **Golan Financial Inc.**

Article 2. This Corporation shall have perpetual existence commencing upon the filing of these Articles of Incorporation by the Florida Secretary of State.

Article 3. This Corporation may engage in any lawful business activity permitted under the General Corporation Act of the State of Florida.

Article 4. This Corporation is authorized to issue **TWENTY-ONE MILLION (21,000,000)** shares of Capital Stock as follows:

4.1 ONE MILLION (1,000,000) shares of which shall be designated as "Preferred Stock", each share thereof having no par value. The board of directors may, from time to time issue part or all of said preferred shares on terms and conditions as the board may determine without further action required by the stockholders; and such shares may be convertible into shares of Common Stock, have cumulative dividends, be redeemable by the corporation, or such other terms and conditions as may be determined by the board of directors at the time of issuance.

4.2 TWENTY MILLION (20,000,000) shares of which shall be designated as "Common Stock", having the par value of One Mill (\$0.001) per share, and each such share shall have one vote in every vote required to be submitted to Stockholders.

Article 5. *The name and address of the initial Registered Agent is:*
Rafael Golan, 3111 University Drive, Suite 725, Coral Spring, Florida 33065.

Article 6. *The address of the Corporation is:*
3111 University Drive, Suite 725, Coral Spring, Florida 33065.

Article 7. This Corporation shall initially have no less than One Director and no more than Nine Directors. The number of Directors may be increased or diminished, from time to time, by the action of the board of directors or by the majority vote of the stockholders.

Article 8. The By-Laws of this Corporation may be adopted, altered, amended or repealed by the affirmative vote of a majority of the board of directors or the Stockholders.

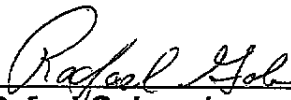
Article 9. This Corporation may indemnify any Officer or Director, or any former Officer or Director, the full extent permitted by law.

Article 10. In the event that the securities of this Corporation shall become publicly traded, the Corporation shall not be subject to the 'Affiliated Transactions' provisions of Section 607.0901 Florida Statutes.

Article 11. The name and address of the person signing these Articles as Incorporator is:
Rafael Golan, 3111 University Drive, Suite 725, Coral Spring, Florida 33065.

Article 12. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in full accord with the provisions of the General Corporation Act of the State of Florida.

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

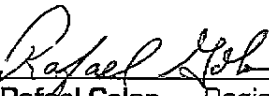


Rafael Golan, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article V. of these Articles of Incorporation, the Undersigned hereby agrees to act in this capacity; and further, agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated the 24th day of October, 1997.



Rafael Golan, Registered Agent

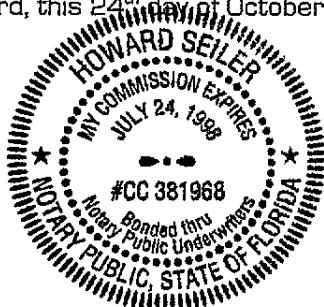
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

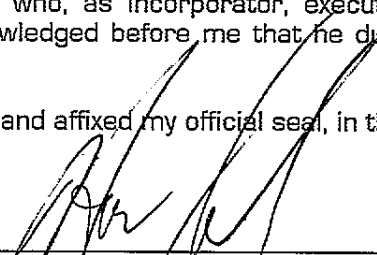
State of Florida, County of Broward, ss:

Before me, a Notary Public authorized in the State and County set forth above, personally appeared
Rafael Golan

known to me and to me known to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of **Golan Financial, Inc.**; and he acknowledged before me that he duly executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida and County of Broward, this 24th day of October, 1997.





Notary Public, State of Florida