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EMPIRE CORPORATE KIT

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1/05/98

FLORIDA DIVISION OF CORPORATIONS
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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: PITA PLACE, INC.

AUDIT NUMBER.....H98000000116

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

CERT. OF STATUS..0

PAGES..... 4

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H980000000116

ARTICLES OF INCORPORATION
OF
PITA PLACE, INC.

The undersigned incorporator hereby adopts the following articles of incorporation, for the purpose of forming a corporation under the Florida General Corporation Act.

ARTICLE ONE
NAME

The name of the Corporation shall be:

PITA PLACE, INC.

ARTICLE TWO
PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

516 S. Dixie Hwy.,
W. Palm Beach, Fl. 33401

ARTICLE THREE
CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any given time is:

1000

ARTICLE FOUR
REGISTERED AGENT

The name and address of the initial registered agent is:

ASSAAD ELHAGE

Prepared By:
RAVI K. VAIDYA, Esq.
780 NW LeJune Rd. #318,
Miami, Fl. 33126
(305) 445-0500
Fl. Bar No. 928798

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ARTICLE FIVE
NAME AND ADDRESS OF INCORPORATOR

The name and street address of the incorporator to these articles
of incorporation is:

ASSAAD ELHAGE
516 S. Dixie Highway
W. Palm Beach, Fl. 33401

ARTICLE SIX
NAMES AND ADDRESSES OF OFFICERS

PRESIDENT:	MICHEL ELHAJJ
V. PRESIDENT:	ASSAAD ELHAGE
SECRETARY:	MICHEL ELHAJJ
TREASURER:	MICHEL ELHAJJ
ADDRESS:	516 S. Dixie Highway W. Palm Beach, Fl. 33401

The undersigned has executed these articles of incorporation on
this the 2nd day of January, 1998.


ASSAAD ELHAGE

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT & REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA
STATUTES, THE BELOW-REFERENCED CORPORATION, ORGANIZED UNDER
THE LAWS OF FLORIDA, HEREBY SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING IT'S REGISTERED AGENT & REGISTERED OFFICE, IN AND
FOR THE STATE OF FLORIDA.

NAME OF CORPORATION

PITA PLACE, INC.

REGISTERED AGENT & REGISTERED OFFICE

ASSAAD ELHAGE
516 S. Dixie Highway,
W. Palm Beach, Fl. 33401

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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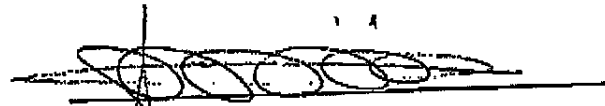
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SIGNATURE OF REGISTERED AGENT

1/2/1998

DATE

I, ASSAAD ELHAGE, HAVING BEEN NAMED THE REGISTERED AGENT OF
PITA PLACE, INC. FOR THE PURPOSE OF ACCEPTING SERVICE OF
PROCESS AT THE PLACE DESIGNATED IN THIS CERTIFICATE, HEREBY
ACCEPT THE APPOINTMENT AS REGISTERED AGENT OF SAID CORPORATION
AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND THAT I AM FAMILIAR WITH
AND DO ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED
AGENT.


ASSAAD ELHAGE

1/2/1998

DATE

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