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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: MASADA PAINTING & WATERPROOFING, INC.

AUDIT NUMBER.....H98000002063

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

CERT. OF STATUS..0

PAGES.....4

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

(A)

OF

MASADA PAINTING & WATERPROOFING, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I : NAME

The name of the corporation shall be

MASADA PAINTING & WATERPROOFING, INC.

ARTICLE II : PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

10951 NW 12 Drive
Plantation, FL 33322

ARTICLE III : CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one tone thousand (1,000) shares having \$1.00 par value.

EDDIE NURIELI, P.A.
915 Middle River Drive, #309
Ft. lauderdale, FL 33304
(954) 564-9291
FL BAR # 889040

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ARTICLE IV : INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is

Yaron Zafrir
10951 NW 12 Drive
Plantation, FL 33322

ARTICLE V : INCORPORATOR

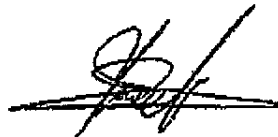
The name and street address of the incorporator of these Articles of Incorporation is

Eddie Nurieli, P.A.
915 Middle River Drive
Suite 309
Ft. Lauderdale, FL 33304

ARTICLE VI : OFFICERS

The names and address of the officers and directors of the corporation are Yaron Zafrir, President/Secretary, and Igal Zaprir, Vice President, 10951 NW 12 Drive, Plantation, FL 33322

The undersigned has executed these Articles of Incorporation this 29 day of January 1998.



Signature/Title

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

MASADA PAINTING & WATERPROOFING, INC.

2. The name and address of the registered agent and office is:

Yaron Zafrir
10951 NW 12 Drive
Plantation, FL 33322

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(corporate officer)

Title

Date

1/29/98

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


SIGNATURE

DATE

H98000002063