



ACCOUNT NO. : 072100000032

REFERENCE : 717779 4329325

AUTHORIZATION

COST LIMIT : \$ 122.50

ORDER DATE : February 24, 1998

ORDER TIME : 1:24 PM

ORDER NO. : 717779-005

CUSTOMER NO: 4329325

600002439706--3

CUSTOMER: Leonardo J. Maiman, Esq
BRANT MOORE MACDONALD & WELLS,
P.A.
P. O. Box 4548

Jacksonville, FL 32201-4548

DOMESTIC FILING

NAME: MATANYA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 24 PM 3:33

RECEIVED
98 FEB 24 PM 2:08
FBI - ALBANY
COMMUNICATIONS SECTION
FBI - ALBANY

ARTICLES OF INCORPORATION
OF
MATANYA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB 24 PM 3:33

ARTICLE I - NAME

The name of this Corporation is Matanya, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 9784 Atlantic Blvd., Jacksonville, Florida 32211. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the member of the first Board of Directors is:

Zeev Dragon
9784 Atlantic Blvd.
Jacksonville, Florida 32211

Ofir Maman
11001 St. Augustine Road, Apt. 803
Jacksonville, Florida 32257

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Zeev Dragon
9784 Atlantic Blvd.
Jacksonville, Florida 32211

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Suite 3100 - Barnett Center, 50 North Laura Street, Jacksonville, Florida 32202 and the name of the initial registered agent of this Corporation at that address is Brant, Moore, Macdonald & Wells, P.A.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.

 (SEAL)
Zeev Dragon
Incorporator

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for Matanya, Inc., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.

BRANT, MOORE, MACDONALD &
WELLS, P.A.

By: 

Leonardo J. Maiman

Its: Vice President
Registered Agent

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FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 FEB 24 PM 3:33