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ATTORNEY AT LAW

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BOCA RATON, FLORIDA 33432

FLORIDA & NEW YORK BARS

561 - 394 - 2321

April 7, 1998

Department of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-04/10/98--01077--005  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Royal RY Investments, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and Certificate of Designation Registered Agent/Registered Office, together with a check payable to the Secretary of State in the amount of \$122.50.

In addition, enclosed please find a self-addressed, stamped envelope for your convenience and return of a Certified Copy of the Articles.

In the event of any questions or comments, please do not hesitate to call. Thank you for your cooperation in this matter.

Sincerely,

Brian W. Broad  
/98-611  
corp/ltrartcl

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98 APR 10 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Brian GAVE  
AUTHORIZATION BY PHONE TO  
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DATE 4/13/98  
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## **ARTICLES OF INCORPORATION**

### **ARTICLE I - NAME**

The name of this corporation is:

ROYAL, RY INVESTMENTS, INC.

### **ARTICLE II - PRINCIPAL OFFICE**

The mailing address of this corporation shall be:

9532 NW 8th Circle  
FORT LAUDERDALE, FLORIDA 33324

### **ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 200 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 9532 NW 8th Circle, Fort Lauderdale, Florida 33324 and the name of the initial registered agent of this corporation at that address is RAMI ZVIDA.

### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have two (2) Directors to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The names and addresses of the initial Directors are:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RAMI ZVIDA  
9532 NW 8th Circle  
Plantation, Florida 33324

YUVAL FADLON  
1301 NE Miami Gardens Drive, #1705-W  
N. Miami Beach, Florida 33179

#### **ARTICLE VII - INCORPORATOR**

The name and address of the Incorporator signing these Articles is:

RAMI ZVIDA  
9532 NW 8th Circle  
Plantation, Florida 33324

#### **ARTICLE VIII - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation 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 IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

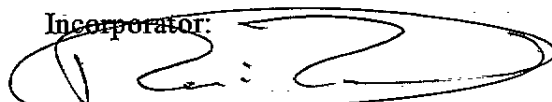
#### **ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 3-6-98

Incorporator:

  
\_\_\_\_\_  
RAMI ZVIDA

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: ROYAL RY INVESTMENTS, INC.
2. The name and address of the registered agent and office is:

RAMI ZVIDA

Fort Lauderdale, Florida

9532 NW 8th Circle  
33324

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 the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date:

4/7/98



RAMI ZVIDA

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TALLAHASSEE, FLORIDA