

P98000047526

David Torchin, C.P.A., P.A.

Certified Public Accountant

8211 West Broward Boulevard, Suite 200  
Plantation, Florida 33324  
phone: (954) 472-3124  
facsimile: (954) 472-0067

a professional association

May 21, 1998.

Division of Corporations  
P.O. Box 1500  
Tallahassee, FL 32302-1500

RE: C.L.L. Holdings, Inc.

Dear Sir/Madam;

700002535747--9  
-05/26/98--01127--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed please find a check made to the Secretary of State for \$78.75 for filing of the enclosed articles of incorporation and a certificate of status. Please return them to the following address as soon as possible. Thank You.

David Torchin, C.P.A., P.A.  
8211 West Broward Blvd.  
Suite 200  
Plantation, FL 33324-2726

Very Truly Yours,



David Torchin, C.P.A.

FILED  
98 MAY 26 AM 9:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

m 5/28/98

**ARTICLES OF INCORPORATION**  
**OF**

**C.L.L. Holdings, 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:

**C.L.L. Holdings, Inc.**

**ARTICLE II PRINCIPAL OFFICE**

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

**18317 West Dixie Highway  
North Miami Beach, FL 33160  
(305) 936-9603**

**ARTICLE III CAPITAL STOCK**

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

One Thousand Shares (1000.) at One Dollar (\$1.00) par value per share.

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**David Torchin, C.P.A.  
8211 West Broward Blvd., Suite 200  
Plantation, FL 33324**

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TALLAHASSEE, FLORIDA

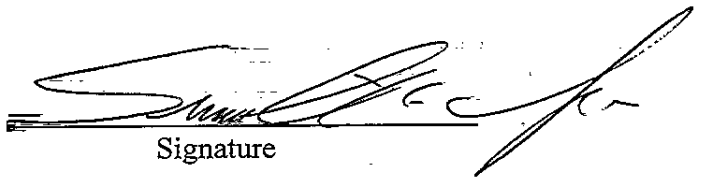
**ARTICLE V INCORPORATOR(S)**

The name(s) and street address(es) of the incorporators to these Articles of incorporation is(are):

**President/Director  
Yoram Shaaltiel  
3600 Westminister Street  
Hollywood, FL 33021**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

22<sup>nd</sup> day of May, 98.

  
Signature

\_\_\_\_\_  
Signature

**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:

**C.L.L. Holdings, Inc.**

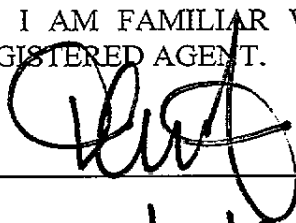
2. The name and address of the registered agent and office is:

**David Torchin, C.P.A.**  
**8211 West Broward Blvd., Suite 200**  
**Plantation, FL 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.

SIGNATURE \_\_\_\_\_

DATE \_\_\_\_\_



5/22/98

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED