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Secretary of state  
Corporation Division  
State of Florida  
Tallahassee, Florida

FILED  
99 FEB 12 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: "Kitchens Direct, Inc."

To whom it may concern:

Enclosed herewith are the Articles of Incorporation of the above referenced firm, together with the statement of the Registered Agent and a check in the amount of \$122.50 to be used as follows:

FILING FEE.....35.00  
REGISTERED AGENT.....35.00  
CERTIFIED COPY.....8.75

200002773962--0  
-02/12/99--01060--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

TOTAL.....78.75

If you have any questions, please telephone my office  
at the following number 954 295-7616

Respectfully submitted,



Avner Holzmann

CB  
2-15-99  
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ARTICLES OF INCORPORATION  
OF  
"Kitchens Direct, Inc."

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be: Kitchens Direct, Inc.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1200 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - ADDRESS

The street address of the initial corporate address of the corporation shall be: 4100 North Powerline Road, Suite C-1, Pompano Beach, Florida, 33073

ARTICLE V - REGISTERED AGENT

The Registered Agent for the corporation shall be: Avraham BenJoseph, whose address is 4100 North Powerline Road, Suite C-1, Pompano Beach, FL. 33073

ARTICLE VI - TERM OF EXISTENCE

This corporation is exist perpetually.

ARTICLE VII - OFFICERS AND DIRECTORS


This corporation shall have 3 officers initially. The name and the street address of the officers who shall hold office for the first year of the corporation or until successors are elected or appointed is:

- Avner Holzmänn, President, 1400 NW 15th Ave. Apt.#7, Boca Raton FL. 33486.
- Yehezckel Levy, Vice President, 6859 N. Grande Drive, Boca Raton FL. 33433.
- Avraham BenJoseph, Registered Agent, 4491 Crystal Lake Dr. #201-C, Pompano Beach, FL. 33064.

ARTICLE VIII - SUBSCRIBER

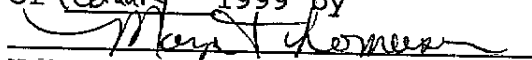
The name of the subscriber to these articles of Incorporation is: Avner Holzmänn, 1400 NW 15th Ave., #7, Boca Raton, FL. 33486.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS HERE UNTO SET HIS HAND SEAL ON THE 9 DAY OF February 1999.

 (seal)  
Avner Holzmänn FIDR #425000652220

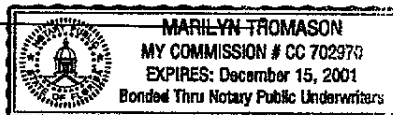
STATE OF FLORIDA - COUNTY OF PALM BEACH

The forgoing instrument was acknowledge before me this 9 day of February 1999 by

 (seal)

Notary Public, state of Florida at Large

My commission expires on:




**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT FOR  
"Kitchens Direct Inc."**

*Pursuant to Florida Sections 48.091 and 607.034 the following is submitted:*

*The above corporation, desiring to organize under the laws of the state of Florida with its office as indicated in the Articles of Incorporation hereby names Avraham BenJoseph, the undersigned as Registered Agent to accept service of process within this state.*

**ACKNOWLEDGMENT**

*I Avraham BenJoseph, do hereby accept to act in this capacity and agree that I will comply with the provisions of Florida Law in keeping the office of the corporation named herein above open.*

  
Avraham BenJoseph

Dated This eight day of February, 1999.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 FEB 12 PM 12:48

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