

PA 7000006502

JAN-22-1997 13:2

EMPIRE CORPORATE KIT

02/07

12:30 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000001021 9))

TO: DIVISION OF CORPORATIONS
FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

FAX #: (904)922-4001
ACCT#: 072450003255
FAX #: (305)541-3770

NAME: DEWAN TRADING, INC.
AUDIT NUMBER.....H97000001021
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....1
PAGES..... 5
DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:19:11

RECEIVED
97 JAN 22 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 JAN 22 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date
1/22/97

JAN-22-1997 13:25

EMPIRE CORPORATE KIT

P. 01/07



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 22, 1997

EMPIRE

SUBJECT: DEWAN TRADING, INC.
REF: W97000001341

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

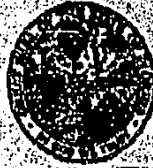
The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with the electronic filing cover sheet.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: H97000001021
Letter Number: 397A00002655



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1997

EMPIRE

SUBJECT: DEWAN TRADING, INC.
REF: W97000001341

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document is illegible and not acceptable for microfilming.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6067.

Neyssa Culligan
Document Specialist

FAX And. #: W97000001021
Letter Number: 397A00002655

JAN-22-1997 13:25

EMPIRE CORPORATE KIT
ARTICLES OF INCORPORATION

P. 04/07

H97000

OF

DEWAN TRADING, INC.

ARTICLE I

The name of the Corporation is: DEWAN TRADING, INC.

Principal Office: 7321 COLLINS AVENUE
MIAMI BEACH, FLORIDA

FILED
97 JAN 22 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

The Corporation may engage or transact in any or all activity or business permitted under laws of the United States and the State of Florida. The corporation shall exist perpetually.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of One-Dollar (\$1) par value common stock, which shall be designated "Common Shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

CUMULATIVE VOTING

At each election for directors, every holder of the capital stock (or voting stock, if there is more than one class and one class is nonvoting) shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Notice must be given by any shareholder to the President and the Vice-president of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his vote at said election.

NASHID SABIR, ATTORNEY AT LAW
18350 NW 2ND AVENUE
NATIONSBANK BLDG. FIFTH FL.
MIAMI, FLORIDA 33169
(305) 770-1778
FLORIDA BAR: 363091

H97000001021

ARTICLE V

PREEMPTIVE RIGHTS

The registered holders of the shares of the capital stock of the Corporation shall have the preemptive right to purchase additional stock on such equitable terms, prices, and conditions as shall be fixed by the Board of Directors for the issuance of any stock in the Corporation from time to time. Such preemptive right shall be exercised in the ratio that the number of shares held by each stockholder bears to the total number of shares outstanding.

ARTICLE VI

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law, except as to suits by any such officer or director against the Corporation.

ARTICLE VII

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

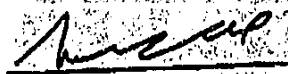
The Corporation's initial Registered Agent and Registered Office in the State of Florida is;

INITIAL REGISTERED AGENT: Nazim Dewan

INITIAL REGISTERED OFFICE: 7321 Collins Avenue
Miami Beach, Florida

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept the process on the Corporation at the Initial Registered Office designated in these articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



NAZIM DEWAN
REGISTERED AGENT:

FILED
97 JAN 22 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000001021

INITIAL BOARD OF DIRECTOR(S)

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The name(s) and address(es) of the initial directors of the Corporation are:

<u>Name(s)</u>	<u>Address(es)</u>
Nazim Dewan	7321 Collins Avenue Miami Beach, Florida

ARTICLE IX

INITIAL OFFICER(S)

The name(s) and address(es) of the initial officers of the Corporation are:

Nazim Dewan, President, Secretary and Treasurer

ARTICLE X

INITIAL SHAREHOLDER(S)

The name(s) of the initial stockholder(s) of the Corporation as well as their respective shares is:

<u>Name(s)</u>	<u>Share(s)</u>
Nazim Dewan	100%

ARTICLE XI

SPECIAL VOTE REQUIREMENTS

The following acts of the Corporation shall not be performed without the written consent of affirmative vote of two-thirds (2/3) of the issued and outstanding common stock of the Corporation:

- (1) amendment of the Articles of Incorporation
- (2) amendment of the Bylaws of the Corporation
- (3) increase of the capital stock of the Corporation
- (4) voluntary bankruptcy of the Corporation
- (5) dissolution of the Corporation
- (6) change in preemptive rights in the corporate stock
- (7) abolition of cumulative voting

INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:


INCORPORATOR: Nazim Dewan

ADDRESS: 7321 Collins Avenue, Miami Beach, Florida

Nazim Dewan
NAZIM DEWAN
Incorporator

Personally appeared before me, the undersigned authority, **NAZIM DEWAN**, who signed the foregoing Affidavit in my presence and who being by me first duly sworn, deposes and says that he knows the contents of said Affidavit.

Witness my hand and official seal at Miami, Fla. this 16 day of January, 1997.

 My commission expires: _____
Name of Notary Public _____
My commission expires: _____

Magdalena J. [Signature]
Signature of Notary

Affiant Known & Produced I.D.
Type of ID: Florida Driver License