

P98000064596

LAW OFFICES OF
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Please reply to: FLORIDA

June 29, 1998

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing a New Corporation, "Awho, Inc."

400002575684--8
-06/30/98-01014-013
*****78.75 *****78.75

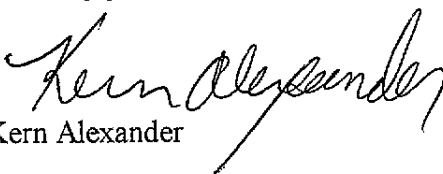
Dear Madam/Sir:

Enclosed you will find an original and one copy of the Articles of Incorporation for "Awho, Inc". There is also a check for \$78.75 for the filing fee and a copy of the certificate of status.

The undersigned attorney serves as the Registered Agent for the corporation.

If there are any questions or problems, please contact me at my Gainesville office.

Sincerely yours,


Kern Alexander

ec/KA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 22 PM 3:48

Rp
07-22-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 2, 1998

KERN ALEXANDER, P.A.
1005 SOUTHWEST SECOND AVENUE
GAINESVILLE, FL 32601

SUBJECT: AWHO, INC.
Ref. Number: W98000015149

We have received your document for AWHO, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 398A00035831

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUL 22 PM 3:48

The undersigned incorporators hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

Article I Corporate Name

The Name of the corporation shall be:

AWHO, Inc.

Article II Principal Office

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

**1030 Southeast 4th Avenue
Gainesville, Florida 32601**

Article III Capital Stock

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

100 Shares of Common Stock which shall have a Par Value of 1 cent per Share.

Article IV Initial Registered Agent, Office & Address

The name and address of the initial registered agent are:

**Kern Alexander, Esquire
1005 Southwest Second Avenue
Gainesville, Florida 32601**

Article V Incorporators

The names and addresses of the incorporators of these articles of incorporation are:

- 1. Fereidoun Momen-Safaei
1030 Southeast 4th Avenue
Gainesville, Florida 32601**

Page 2 - incorporate page 1 by reference

2. **Ms. Ellie Jouzdani**
1030 Southeast 4th Avenue
Gainesville, Florida 32601

Article VI Preemptive Rights

After the first shares of this Corporation are issued, each holder of the shares will have the first right to purchase additional shares of this Corporation that may be issued from time to time. Each such holder of shares may purchase an amount equal to (1) the total additional shares times (2) the ratio existing between the number of shares he holds at the time for the new issue and the number of shares outstanding. This first right to purchase will be deemed waived by any Shareholder who does not exercise it, or who does not pay for the shares preempted, within 30 days of receiving written notice from the Corporation stating the prices and terms of the issue of shares and inviting him/her to exercise its preemptive rights.

Article VII Personal Liability of Shareholders

The personal liability of the shareholders shall be limited to the value of the shares they hold in the corporation.

Article VIII Management of the Corporation

The management and direction of the corporation shall be conducted based on decisions made by the Directors and Shareholders of the Corporation. No decision to manage and direct the corporation shall be valid unless approved by either shareholder or shareholders which own not less than 2/3 (two-thirds) to the shares issued by the corporation.

Article IX Directors

The initial board of directors will be composed of the following members:

Fereidoun Momen-Safaei
1030 Southeast 4th Avenue
Gainesville, Florida 32601

Article X Consideration for Shares

The shares in the Corporation will not be issued for consideration other than money or payment of a debt of the Corporation without the unanimous consent of all of the Shareholders of the Corporation.

Page 3 - incorporates Pages 1 & 2 by reference

The undersigned incorporators have executed these Articles of Incorporation this 6.29.98
day of June, 1998.

A handwritten signature in black ink, consisting of stylized initials and a surname, enclosed within a hand-drawn oval.

Mr. Fereidoun Momen-Safaei

Fereidoun Momen-Safaei
1030 Southeast 4th Avenue
Gainesville, Florida 32601

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I, Mr. Fereidoun Momen-Safaei, hereby am familiar with and accept the duties and responsibilities as Registered Agent for AWHO, Inc.

DATED this 21st day of July, 1998.



Fereidoun Momen-Safaei