

P99000016118

February 5, 1999

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

600002779456--3
-02/18/99--01061--008
****137.50 *****78.75

Re: Delphi Systems, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$137.50.

This represents the cost of the filing fees, certified copy of the Articles of Incorporation and the fees for the Registered Agent Designation for the above named corporation.

Very truly yours,

Michael P. Kadel

Mailing Address of Corporation:

Delphi Systems, Inc.
3735 Turtle Run Blvd #1933
Coral Springs, FL 33067

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 18 PM 4:37

R. Purinton FEB 18 1999

ARTICLES OF INCORPORATION

OF

DELPHI SYSTEMS, INC.

FILED
CLERK OF STATE
99 FEB 18 PM 4:37
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is: DELPHI SYSTEMS, INC.
with its principal office located at: 3735 Turtle Run Blvd #1933 Coral Springs, FL 33067

ARTICLE II - DURATION

This corporation shall exist in perpetuity unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is: 450 N.W. 135
Terr. #104 Pembroke Pines, FL 33028
and the name of the initial registered agent of this corporation at that address is: Michael
P. Kadel

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The names and addresses of the initial directors of this corporation are: Kiran L.
Devalaraju and Gopala K.
Devalaraju 3735 Turtle Run Blvd. #1933 Coral Springs, FL 33067

ARTICLE VII - INCORPORATION

The name and address of the persons signing these Articles Of Incorporation are: Kirian L. Devalaraju and Gopala K. Devalaraju 3735 Turtle Run Blvd #1933 Coral Springs, FL 33067

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles Of Incorporation this 8th day of February, 1999.

D. Lakshmi Kiran

Dalsamra

STATE OF FLORIDA)
) SS:
COUNTY OF)

The foregoing instrument was acknowledged before me this 8th day of FEBRUARY, 1999, by KIRIAN L & GOPALA K. DEVALARAJU, who is personally known to me and known to be the person who executed the foregoing Articles Of Incorporation, or who has produced _____, as identification and who did take an oath.

April R. Kadel
NOTARY PUBLIC

My Commission Expires:



APRIL R KADEL
My Commission CC543087
Expires Mar. 26, 2000

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Pursuant to Florida Statutes Section 46.091 and 607.0501, DELPHI SYSTEMS, INC.
_____, having filed its Articles Of Incorporation contemporaneously herewith, with
its registered office as indicated therein at 3735 Turtle Run Blvd #1933 Coral Springs, Fl 33067
_____ has named, Michael P. Kadel,
located there as its Registered Agent to accept service of process within this State.

By: D. Lakshmi Kiran

By: Blamney

Having been named as Registered Agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: [Signature]

FILED
CLERK OF STATE
99 FEB 18 PM 4:38
TALLAHASSEE, FLORIDA