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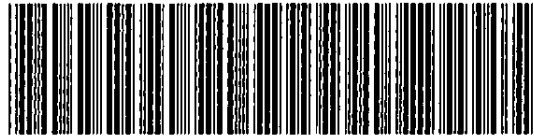
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TALLAHASSEE, FLORIDA

D. BRUCE

JUL 07 2009

EXAMINER

# LaVigne, Coton & Associates, P.A.

AN INTERNATIONAL LAW FIRM

Grand National Plaza • 7087 Grand National Drive Suite 100 • Orlando, Florida 32819

Tel: (407) 316.9988 • Fax: (407) 316-8820 • Email: attylavign@aol.com

## Partners

**James R. LaVigne**

Florida Bar Certified – International Law

LL.M – International Law

London, England

**Luis D. Coton**

Retired

## Associate

**Joseph B. McFarland, M.A., LL.M**

Member: Florida & New York Bars

deutsch, español, français

By EXPRESS MAIL

July 1, 2009

Office of the Secretary of State

Division of Corporations

Post Office Box 6327

Tallahassee, FL 32314

**Re: Naushad Enterprises USA LLC**

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Organization and Designation of Resident Agent for **Naushad Enterprises USA LLC**.

Also enclosed is a check in the amount of \$155.00 to cover the filing fee for the Articles of Organization (\$100), a certified copy of the Articles of Incorporation (\$30), and the Resident Agent fee (\$25).

Please send the certified copy of the Articles of Incorporation and Resident Agent to:

James R. LaVigne, Esq.

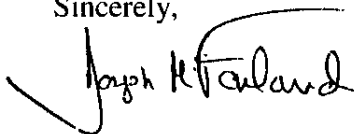
LaVigne, Coton & Associates, P.A.

7087 Grand National Drive, Suite 100

Orlando, Florida 32819

Your early attention to this matter is most appreciated.

Sincerely,



Joseph B. McFarland, Esq.

For LaVigne, Coton & Associates, P.A.

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TALLAHASSEE, FLORIDA

# Articles of Organization

of

## Naushad Enterprises USA LLC

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

### ARTICLE I

#### NAME

The name of the limited liability company shall be Naushad Enterprises USA LLC.

### ARTICLE II

#### ADDRESS

The initial mailing address and street address of the principal office of the company shall be 7087 Grand National Drive, Suite 100, Orlando, FL 32819

### ARTICLE III

#### DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

### ARTICLE IV

#### REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is James R. LaVigne, Esquire, LaVigne, Coton & Associates, P.A., 7087 Grand National Drive, Suite 100, Orlando, Florida 32819.

### ARTICLE V

#### CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as set forth in the Operating Agreement.

### ARTICLE VI

#### ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous

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consent of all the members.

**ARTICLE VII**  
**ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII**  
**TERMINATION OF EXISTENCE**

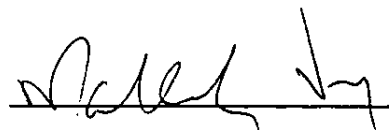
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

**ARTICLE IX**  
**MANAGEMENT**

The company shall be managed by the members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME	ADDRESS
Mahboob Virji	P.O. Box 87587, Postal Code 80160 Likoni Road Mombasa Kenya

IN WITNESS WHEREOF, the undersigned organizer, pursuant to Section 608.05, Florida Statutes, has made and subscribed these articles of organization at Orlando, on the 15 day of July, 2009.

  
\_\_\_\_\_

Mahboob Virji,

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Organizer

**STATE OF FLORIDA  
COUNTY OF ORANGE**

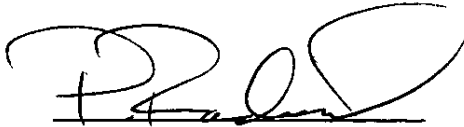
Sworn to and subscribed before me this 1<sup>ST</sup> day of July, 2009 by Mahboob Virji.

Personally Known     

OR

Produced Identification ✓

Type of Identification Produced KENYAN PASSPORT #B0003077



Notary Public -- State of Florida/Commissioner for Oaths



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED, THE FOLLOWING IS SUBMITTED:**

Naushad Enterprises USA LLC, desiring to organize under the laws of the State of Florida, with its principal place of business in the City of Orlando, Florida, has named James R. LaVigne, located at LaVigne, Coton & Associates, P.A., 7087 Grand National Drive, Suite 100, Orlando, FL 32819, as its AGENT FOR ACCEPTANCE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

  
Mahboob Virji

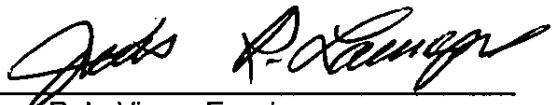
DATE:

July 1<sup>ST</sup>, 2009

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE

TO ACT IN THIS CAPACITY. FURTHER, I CERTIFY THAT I AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS PROVIDED FOR BY FLORIDA LAW, RELEVANT TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

  
James R. LaVigne, Esquire

DATE:

July 1, 2009.

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