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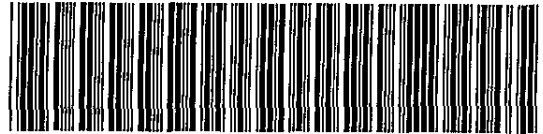
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**BUBLEY & BUBLEY, P.A.**  
ATTORNEYS AT LAW

Daniel B. Bubley\*

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\*Also admitted to practice in Illinois

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Additional Offices:  
Chicago, Illinois

November 26, 2002

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: **NANODYNE TECHNOLOGY INC.** (a Not For Profit Corporation)

This letter will indicate our intent to file the Articles of Incorporation on behalf of **NANODYNE TECHNOLOGY INC.** In this regard, please find enclosed the following:

1. The original and one copy of the Articles of Incorporation of **NANODYNE TECHNOLOGY INC.**
2. A check made payable to the Department of State in the amount of \$78.75 according to the applicable fee schedule.
  - a. \$35.00 for filing fee
  - b. \$35.00 for Designation of Registered Agent fee
  - c. \$8.75 for certified copy fee

The address where filing acknowledgment, certified copies and related documents should be sent is:

Martin A. Bubley  
Bubley & Bubley, P.A.  
3820 Northdale Blvd.  
Suite 312 B  
Tampa, Florida 33624

Thank you in advance for your anticipated cooperation.

Very truly yours,

**BUBLEY & BUBLEY, P.A.**

  
MARTIN A. BUBLEY

MAB/ck  
Enclosures

ARTICLES OF INCORPORATION  
OF  
NANODYNE TECHNOLOGY INC.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not for profit corporation under and by virtue of the laws of the State of Florida as contained in the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE I - NAME

The name of this corporation shall be NANODYNE TECHNOLOGY INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this corporation shall be 5037 Devon Park Drive, Tampa, Florida 33647. The mailing address of this corporation shall be 5037 Devon Park Drive, Tampa, Florida 33647.

ARTICLE III - DURATION

The existence of this corporation shall commence on filing of these Articles of Incorporation by the Department of State, and the period of its duration and existence shall thereafter be perpetual.

ARTICLE IV - BUSINESS, PURPOSE AND POWERS

The nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be to engage in, conduct and carry on the business of procurement of grants for the purpose of researching and exploring the establishment of small businesses, and to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith. This corporation may exercise all powers, rights and privileges conferred on not for profit corporations pursuant to the laws of the State of Florida.

#### ARTICLE V - BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of not less than three (3) nor more than six (6) members (directors), the exact number of directors to be fixed from time to time by the Bylaws. The members of the Board of Directors shall be elected or appointed in accordance with the provisions as stated in the Bylaws. The affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes. Subject to the Bylaws of this corporation, a quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at the meeting at which a quorum is present shall be the act of the directors.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members, such members to hold office until their successors have been duly elected and qualified. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
ANIL KUMAR	594 Emory Oaks Way Decatur, Georgia 30033
ASHOK KUMAR	5037 Devon Park Drive Tampa, Florida 33647
ANIRUDHA SUMANT	5160 Anton Drive, #316 Madison, Wisconsin 53719

#### ARTICLE VII - CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes, and are not limited herein.

### ARTICLE VIII - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 5037 Devon Park Drive, Tampa, Florida 33647. The name of the initial registered agent of this corporation at such office shall be SUJATA KUMAR. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

### ARTICLE IX - INCORPORATOR

The name and street address of the person who is to act as incorporator in making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
ASHOK KUMAR	5037 Devon Park Drive Tampa, Florida 33647

### ARTICLE X - BYLAWS

- (a) The Board of Directors shall adopt the Bylaws for this corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.
- (b) The power to adopt, alter, amend or repeal the Bylaws of this corporation, or to adopt new Bylaws, shall be vested in the Board of Directors of this corporation in accordance with the provisions of the Bylaws.
- (c) The Bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

## ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the Board of Directors herein are subject to this reservation.

## ACKNOWLEDGMENT

IN WITNESS WHEREOF, the undersigned incorporator of NANODYNE TECHNOLOGY INC., acknowledges that he has caused to be prepared and has signed the foregoing Articles of Incorporation for the purpose of forming a not for profit corporation under the laws of the State of Florida, and that the statements contained therein are, to the best of his knowledge and belief, true, correct and complete.

DATED this 21st day of November, 2002.

*[Handwritten signature]*

**ASHOK KUMAR, Incorporator**

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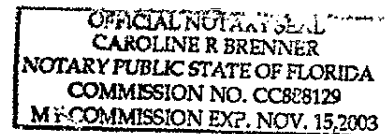
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

THIS IS TO CERTIFY that on this date the 21<sup>st</sup> day of NOVEMBER, 2002, before me, a notary public, personally appeared **ASHOK KUMAR**, who I am satisfied is the person named as incorporator and executor of the foregoing Articles of Incorporation, or has provided \_\_\_\_\_ as identification, and who by his respective signature in my presence has acknowledged the same as his voluntary act.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on the date given above.

*Caroline R. Brenner*

Notary Public  
State of Florida



This instrument prepared by:

BUBLEY & BUBLEY, P.A.  
Northdale Executive Center  
3820 Northdale Blvd.  
Suite 312 B  
Tampa, Florida 33624  
(813) 963-7735

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS of Sections 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

NANODYNE TECHNOLOGY INC.

2. The name and address of the registered agent and office are:

SUJATA KUMAR  
5037 Devon Park Drive  
Tampa, Florida 33647

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

  
SUJATA KUMAR

DATE \_\_\_\_\_

11-20-02

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DIVISION OF CORPORATIONS