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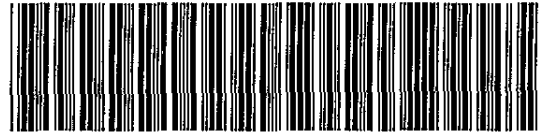
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.S. 12-2



ABRAMS & ABRAMS, P.A.
ATTORNEYS AT LAW

David S. Abrams
Perla F. Abrams

December 14, 2005

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: South Miami Sai Center, Inc.

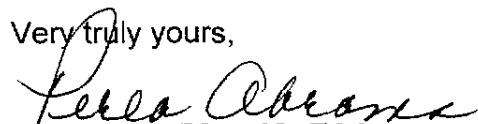
Dear Sir/Madam:

Enclosed is an original and one copy of the Certificate of Incorporation for the *above-named corporation*, the original of which is to be filed with your office. The remittance in the amount of \$78.75 is enclosed to cover the cost of same.

I would appreciate your preparing a certified copy and returning the same to us by return mail at your earliest possible convenience.

Thank you for your prompt attention to this matter.

Very truly yours,


PERLA F. ABRAMS, ESQ.

Encl:

PFA/ms

**ARTICLES OF INCORPORATION
OF
SOUTH MIAMI SAI CENTER, INC.,
In Compliance with Chapter 617, F.S.,
(Not for Profit)**

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05 DEC 19 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth:

ARTICLE I

Name

The name of the corporation shall be **South Miami Sai Center, Inc.**

ARTICLE II

Principal Office and Address

The principal office of the corporation shall be located at 2470 NW 102nd Place, Unit 204, Miami, Florida 33172, but the corporation may maintain offices and transact business in such other places within the State of Florida, as may from time to time be designated by the Board of Directors; furthermore, the Board of Directors may from time to time relocate the aforesaid principal office.

ARTICLE III

Specific Purpose

Said corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

Election of Directors

1. The Board of Directors shall consist of the number of directors determined in accordance with the By-Laws, but not less than three directors; and in the absence of such determination, said Board shall consist of five directors.
2. Directors of the corporation shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

ARTICLE V
Directors

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified in accordance herewith, or until removed, are as follows:

Chandra Ahuja - President 2470 NW 102nd Place, #204, Miami, FL 33172
Suresh Sabnani - Vice President 2470 NW 102nd Place, #204, Miami, FL 33172
Pritam Daswani - Secretary 2470 NW 102nd Place, #204, Miami, FL 33172
Usha Ramgoolam - Treasurer 2470 NW 102nd Place, #204, Miami, FL 33172
Tony Sujana - Member 2470 NW 102nd Place, #204, Miami, FL 33172

ARTICLE VI
Registered Agent

The Registered Agent of this corporation shall be:

Perla F. Abrams, Esq., Abrams & Abrams, P.A., 9400 South Dadeland Boulevard, PH 3, Miami, FL 33156.

ARTICLE VII
By-Laws

The first By-Laws of the Corporation shall be adopted by the Board of Directors, and may subsequently be amended, altered or rescinded by an affirmative vote of 75% of the directors and 75% of the members as provided by the By-Laws.

ARTICLE VIII
Duration

The corporation shall have perpetual existence.

ARTICLE IX
Distribution of Net Earnings

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE X

Dissolution of Corporation

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI

Indemnification of Directors

Every officer and director of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved, by reason of being or having been a Director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XII

Amendment to Articles of Incorporation

An Amendment to these Articles of Incorporation may be proposed by the Board of Directors of the corporation acting upon a vote of the majority of the Board of Directors.

ARTICLE XIII

Incorporators

The names and addresses of the incorporators of these Articles of Incorporation are as follows:

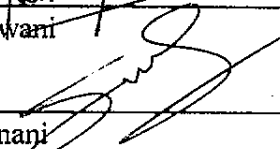
Suresh Sabnani	2470 NW 102nd Place, #204, Miami, FL 33172
Pritam Daswani	2470 NW 102nd Place, #204, Miami, FL 33172


Usha Ramgoolam
Tony Sujan

2470 NW 102nd Place, #204, Miami, FL 33172
2470 NW 102nd Place, #204, Miami, FL 33172

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this
12th day of ~~November~~, 2005. *PA*
December


Pritam Daswani


Suresh Sabnani


Usha Ramgoolam


Tony Sujan

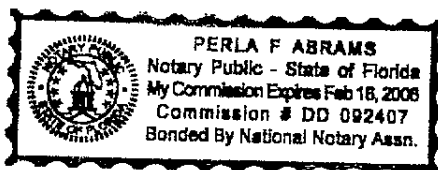
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Pritam Daswani, Suresh Sabnani, Usha Ramgoolam and Tony Sujan who, being by me first duly sworn, acknowledges that they executed the foregoing Articles of Incorporation for the purposes therein expressed this 12th day of ~~November~~, 2005. *ALL of the above*
December PA

MY COMMISSION EXPIRES:


NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

First that **SOUTH MIAMI SAI CENTER, INC.**, desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, at 2470 NW 102nd Place, Unit 204, Miami, Florida 33172, County of Miami-Dade, State of Florida, has named **PERLA F. ABRAMS, ESQ.**, 9400 South Dadeland Boulevard, PH-3, Miami, Florida 33156, as Registered Agent to accept Service of Process for the above stated Corporation at the place designated in this Certificate.

I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


PERLA F. ABRAMS, ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA