

WOLFE, YOUNG, O'BAKER & COMPANY Accountants & Tax Consultants

5100 Highway 17-92, Suite 200 • Casselberry, Florida 32707-3862 • Phone: 407.339.9000 • Fax: 407.339.4505 • www.wyo.com

PO00000014804

January 31, 2000

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

Re: ARRUDA CORPORATION.

200003126432--6
-02/07/00--01131--004
*****78.75 *****78.75

To Whom it May Concern:

Enclosed please find \$78.75 check for Filing Fees (\$35.00), Register Agent Designation (\$35.00) and Certificate of Status (\$8.75) for the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.


Please return all correspondence concerning this matter to the following:

Clyde E. O'Baker
Wolfe, Young, O'Baker & Company
101 Sunnyside Road, Suite 200
Casselberry, Florida 32707

Should you have any questions, please do not hesitate to call this office at 407-339-9000.

Very truly yours,

WOLFE, YOUNG, O'BAKER & COMPANY


Clyde E. O'Baker

CEO/sbo
Enclosures

FILED
00 FEB -7 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WYO

2-11-00

**ARTICLES OF INCORPORATION
OF
ARRUDA CORPORATION**

FILED
00 FEB - 7 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is: **ARRUDA CORPORATION.**

Article II - Duration

This corporation shall exist perpetually.

Article III - Purpose

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Article IV - Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office of this corporation is: 8001 South Orange Blossom Trail, Bay 79, Orlando, Florida 32809. The name of the initial registered agent of this corporation is: Ricardo M. Arruda.

Article VII - Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The name and address of the Initial Director is: Ricardo M. Arruda, 1120 Reflection Circle, Apt 204, Casselberry, Florida 32707.

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Ricardo M. Arruda, 1120 Reflection Circle, Apt 204, Casselberry, Florida 32707.

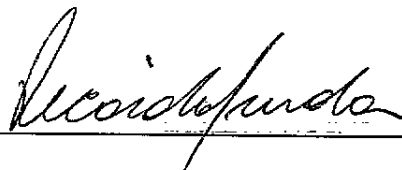
Article IX - Initial Officer

The name and address of initial officer shall be: Ricardo M. Arruda, 1120 Reflection Circle, Apt 204, Casselberry, Florida 32707. - President/Secretary/ Treasurer.

Article X - By-Laws

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and the by-laws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 04 day of Feb A.D., 2000.



Ricardo M. Arruda - Incorporator

STATE OF FLORIDA

COUNTY OF Orange

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, **Ricardo M. Arruda**, well-known to me, who deposes and states that he is the person named in the above and foregoing "Articles of Incorporation", that he has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are true, accurate and correct.

Ricardo M. Arruda

Ricardo M. Arruda

Form of I.D. 4630-733-73-469-0

I.D. # FL DL

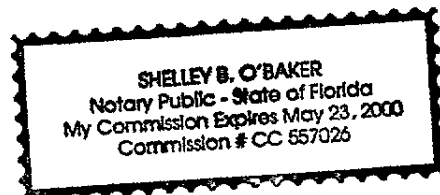
Expiration 12/29/04

SWORN and SUBSCRIBED to before me this 4th day of Feb., A.D., 2000.

Shelley B. O'Baker

Notary Public, State of Florida
AT LARGE

My Commission Expires:
(N.P. Seal)



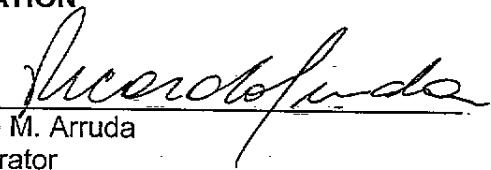
State of Florida
Department of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Section 48.091, Florida Statutes.

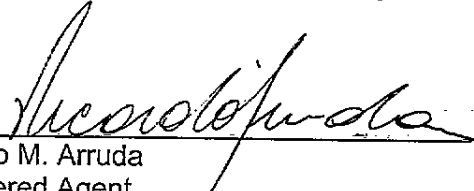
ARRUDA CORPORATION., a corporation organized under the laws of the State of Florida, with its principal office at: 8001 South Orange Blossom Trail, Bay 79, Orlando, Florida 32809, has named **Ricardo M. Arruda**, at that address, as its Agent to accept service of process within this State.

ARRUDA CORPORATION

BY: 
Ricardo M. Arruda
Incorporator

ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the designated place in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Ricardo M. Arruda
Registered Agent

FILED
00 FEB -7 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA