

PHILIP SHENKMAN, Certified Public Accountant, P.A.

12515 North Kendall Drive, Suite 314

Miami, Florida 33186

Telephone: 305-271-8585

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FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 2, 2000

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

400003130884--0  
-02/10/00-01054-007  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Ninukins II, Inc.

EFFECTIVE DATE  
2-3-00

Dear Sirs,

Please find a check for \$ 122.50 enclosed for fees to file the Articles of Incorporation for Ninukins II, Inc. Please return both copies of the Articles to the above address.

Sincerely,

PHILIP SHENKMAN, C.P.A., P.A.

*Philip Shenkman*

Philip Shenkman  
Certified Public Accountant

PS/ts  
enclosures

Member:

American Institute of Certified Public Accountants  
Florida Institute of Certified Public Accountants

D. BROWN FEB 15 2000

ARTICLES OF INCORPORATION  
OF  
NINUKINS II, INC.

EFFECTIVE DATE

2-3-00

FILED

00 FEB 10 PM 5:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

Ninukins II, Inc.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law. The Corporation shall commence its existence as of FEBRUARY 3, 2000.

ARTICLE III

PURPOSE

This Corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV

##### PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office of the Corporation, or the mailing address of the Corporation shall be:

16240 S. Post Road #304.  
Weston, FL 33331

#### ARTICLE V

##### CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below. It will be known as Section 1244 Stock pursuant to the Internal Revenue code as amended in 1986 and no other.

Maximum Number of Shares	100
Par Value Per Share	\$1.00

The authorized shares of par value common stock may be issued for only a consideration having, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Stockholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE VI

PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

1734 S.W. 57 Avenue  
Miami, Florida 33155

The name of the initial Registered Agent of this Corporation at the aforementioned address is:

Sangeeta Porbanderwala

ARTICLE VIII

INCORPORATOR

The name and address of each incorporator is as follows:

Sangeeta Porbanderwala  
16240 S. Post Road #304  
Weston, FL 33331

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The initial Board of Directors shall consist of one (1) member whose name and address is as follows:

Sangeeta Porbanderwala  
16240 S. Post Road #304  
Weston, FL 33331

ARTICLE X  
MISCELLANEOUS

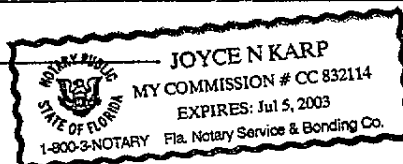
A. The initial officers of the Corporation and their addresses shall be as follows:

President: Sangeeta Porbanderwala  
16240 S. Post Road #304  
Weston, FL 33331

B. Upon election of the Board of Directors by the Stockholders, such Board shall manage the business and affairs of the Corporation.

C. The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Stockholders or the Directors. The Stockholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Stockholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Stockholders.

D. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

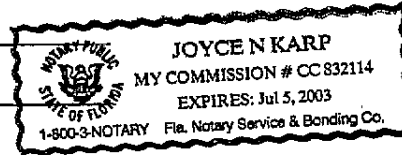


NOTARY NAME: \_\_\_\_\_

*Joyce N Karp*

COMMISSION NO: \_\_\_\_\_

COMMISSION EXP. DATE: \_\_\_\_\_



Notary Name/Commission Number/Exp. Date - Type or Printed

The undersigned hereby accepts designation as Registered Agent  
of the Corporation.

*JM Forbander*

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00 FEB 10 PM 5:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA