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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212)431-5000
Fax Number : (212)431-1441

FLORIDA PROFIT CORPORATION OR P.A.
MANNA BAHALTECH, INC.

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B. McKnight MAR 30 2000

ARTICLES OF INCORPORATION OF

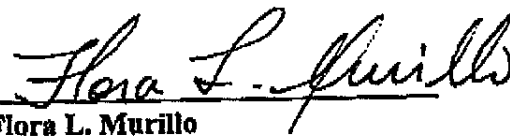
MANNA BAHALTECH, INC

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **MANNA BAHALTECH, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1000 shares at **no par value.**
5. The principal address and mailing address of the corporation will be : **4435 Old Winter Garden Road, Orlando, FL 32811** and the name of its initial registered agent at such address is: **BLUMBERGEXCELSIOR CORPORATE SERVICES, INC.**
6. The name and address of the sole incorporator is: **Flora L. Murillo, c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: **March 29, 2000**


Flora L. Murillo
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013

212-431-5000

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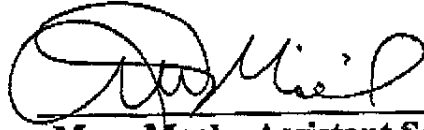
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for MANNA
BAHALTECH, INC. the within named corporation.

Dated: March 29, 2000



Marc Moel - Assistant Secretary

Blumberg Excelsior Corporate Services, Inc.

Blumberg Excelsior Corporate Services
62 white Street
New York, NY 10013
212-431-5000

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