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ACCOUNT NO. : 072100000032

REFERENCE : 734893 7216244

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 70.00

APPROVED
AND
FILED
00 JUN 21 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 16, 2000

ORDER TIME : 10:52 AM

ORDER NO. : 734893-005

CUSTOMER NO: 7216244

CUSTOMER: Mr. Nageswararao V. Dasari
MR. NAGESWARARAO V. DASARI
MR. NAGESWARARAO V. DASARI
2805, W. Busch Blvd.
Suite 222
Tampa, FL 33618

7000003299707-7

DOMESTIC FILING

NAME: CYBERBONSAI, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini - EXT.

EXAMINER'S INITIALS: _____

RECEIVED
00 JUN 21 PM 1:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12-0

ARTICLES OF INCORPORATION
OF
CYBERBONSAI, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CYBERBONSAI, INC.

The address of the principal office of this corporation shall be 2805 West Busch Boulevard, Suite 222, Tampa, Florida 33618 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having no par value per share.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 21 PM 2:32

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AND
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ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

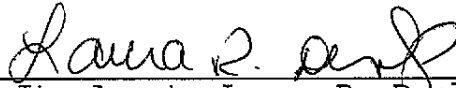
Nageswararao Dasari	2805 West Busch Boulevard, Suite 222
Dir.	Tampa, Florida 33618

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on June 21, 2000.

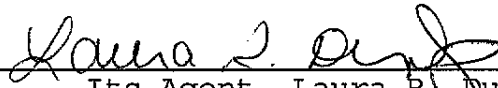


Its Agent, Laura R. Dunlap
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:



Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

JLZ

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 21 PM 2:32

APPROVED
AND
FILED