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K:\Refman 0000540 2 Caspian Casual Corp\letter to division of corps 090000.wpd

September 7, 2000

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Caspian Casuals Corp.

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-09/08/00--01068--016
*****78.75 *****78.75

Dear Division of Corporations:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check made payable to the Secretary of State in the amount of \$78.75 to cover the filing fee. Please return the true and correct copy of these Articles after filing.

Thank you in advance for your cooperation in handling this matter. If you have any questions, kindly contact the undersigned.

Very truly yours,

BARBIERI & SCRENCI, P.A.

Stephen W. Screnci

Stephen W. Screnci
For the Firm

SWS:dd

FILED
00 SEP -8 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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T BROWN SEP 12 2000

F:\DATA\CLIENTS\CORPORATION\Caspian Casuals Corp Articles.wpd
00 SEP -8 PM 12:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Incorporation of Caspian Casuals Corp.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation shall be **Caspian Casuals Corp.**

ARTICLE II

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses 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 that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV

PRINCIPAL ADDRESS AND REGISTERED OFFICE AND ADDRESS

The principal address and the initial registered office of the corporation is **3200 N. Military Trail, Suite 200, Boca Raton, Florida 33431** and the name of the initial registered agent of the corporation at that office is **Stephen W. Screnci.**

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VII
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 holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VIII
BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTOR

The name and address of the initial directors of the corporation are **Cynthia J. Bradley of 11350 Timberlodge Terrace, Boca Raton, Florida 33428** and **Mohammad M. Rehman both of 21669 Town Place Drive, Boca Raton, Florida 33433.**

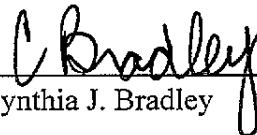
ARTICLE IX
BY-LAWS

The initial By-Laws of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-Laws of the corporation may be amended, modified or repealed as provided by the By-Laws.

ARTICLE X
SUBSCRIBER

The names and street addresses of the subscribers to these Articles of Incorporation are **Cynthia J. Bradley** of **11350 Timberlodge Terrace, Boca Raton, Florida 33428** and **Mohammad M. Rehman** both of **21669 Town Place Drive, Boca Raton, Florida 33433.**


IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 7th day of September, 2000.


Cynthia J. Bradley


Mohammad M. Rehman

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Stephen W. Screnci, Registered Agent

WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above on this 7th day of September, 2000.

~~Notary Public~~

