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THOMAS M. DACHELET, P.A.
ATTORNEY AT LAW

FILED

888 SOUTHEAST THIRD AVENUE
SUITE 400
FORT LAUDERDALE, FLORIDA 33316

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE REPLY TO:

POST OFFICE BOX 2486

FT. LAUDERDALE, FLORIDA 33303-2486

TELEPHONE
(954) 764-2700
FAX
(954) 764-2803

August 24, 2000

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-08/30/00--01079--005
*****78.75 *****78.75

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: ~~BASHA, INC.~~
BASHALLEN, INC.
Gentlemen:

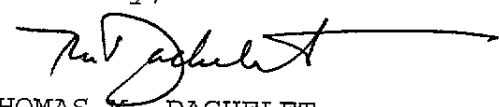
Attached are duplicate Articles of Incorporation for the above-referenced corporation, together with my firm check in the amount of \$78.75 representing the following fees:

1. \$35.00 - Corporation Filing Fee
2. 8.00 - Certified Copy
3. 35.00 - Registered Agent Designation

Please return the certified copy of the Articles of Incorporation to the undersigned.

If additional information regarding the incorporation of BASHA, INC. is needed, please do not hesitate to contact me.

Sincerely,



THOMAS M. DACHELET

TMD:me

Attachments

Handwritten notes:
Pit 9/1/00
Pit 9/28/00
w 61608



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 1, 2000

THOMAS M DACHELET, ESQ.
888 SE 3RD AVE, SUITE 400
FT LAUDERDALE, FL 33316

SUBJECT: BASHA, INC.
Ref. Number: W00000021608

We have received your document for BASHA, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 800A00046774

ARTICLES OF INCORPORATION

OF

BASHAALLEN, INC.

FILED

00 SEP 28 PM 12:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE I - NAME

The name of this corporation is BASHAALLEN, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of corporate consulting, advertising and to transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - Capital Stock

This corporation is authorized to issue seven thousand five hundred (7,500) shares of One (\$1.00) Dollar par value common stock, which shall be designated "common shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 888 S.E. 3rd Avenue, Suite 400, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this corporation at that address is THOMAS M. DACHELET, ESQ.

ARTICLE VI - Principal Office Address

The principal place of business of this corporation shall be located at 4953 Bacopa Lane South, #105, Saint Petersburg, Florida 33715, or at such places within or without the State of Florida as the Board of Directors shall by appropriate action hereafter from time to time determine.

ARTICLE VII - Directors

The business of this corporation shall be conducted and managed by a Board of Directors and such Board of Directors shall consist of not less than one (1).

A majority of the first Board of Directors named below shall have the power to approve and adopt the By-Laws of this corporation until their successors are elected or appointed.

The qualifications, time and place of election and term of office of each Director shall be provided for in the By-Laws of the corporation.

ARTICLE VIII - Board of Directors

The name and street address of the member of the first Board of Directors, who unless otherwise provided by the By-Laws of this corporation shall hold office and manage the corporation for the first year of existence of the corporation or until his successors are elected or appointed or have qualified, is as follows:

NAME

ADDRESS

Barry Allentuck

4953 Bacopa Lane South, #105
Saint Petersburg, Florida 33715

Cheryl Lynn Theismann

4953 Bacopa Lane South, #105
Saint Petersburg, Florida 33715

ARTICLE IX - Incorporator

The name and post office address of the incorporator of this corporation is as follows:

NAME

ADDRESS

Cheryl Lynn Theismann

4953 Bacopa Lane South, #105
Saint Petersburg, Florida 33715

ARTICLE X - First Officer

The name and address of the first officers of this corporation, who shall hold office for the first year of existence of the corporation or until his successors are elected and qualified are as follows:

NAME

TITLE

ADDRESS

Barry Allentuck

President

4953 Bacopa Lane South, #105
Saint Petersburg, Florida 33715

Cheryl Lynn Theismann

Secretary-
Treasurer

4953 Bacopa Lane South, #105
Saint Petersburg, Florida 33715

ARTICLE XI - Indemnification

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII - Amendment

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

ARTICLE XIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

WITNESS my hand seal, this 25th day of AUGUST, 2000.


CHERYL LYNN THEISMANN

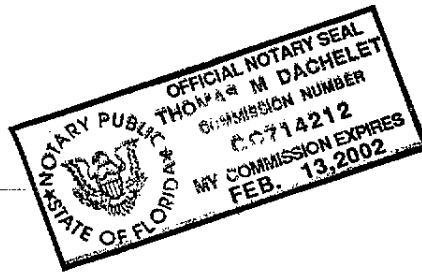
STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 25th day of AUGUST, 2000 by CHERYL LYNN THEISMANN, who is personally known to me or who has produced N/A as identification and who did (did not) take an oath.



THOMAS M. DACHELET
NOTARY PUBLIC

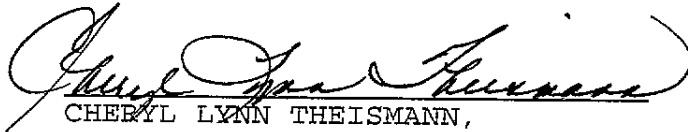
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REGISTERED AGENT CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That BASHA, INC. INC., a corporation organized under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the City of TAMPA, ^{Saint Petersburg} County of PINELLAS, and State of Florida, has named THOMAS M. DACHELET, Esq. as its Agent to accept service of process within this State.


CHERYL LYNN THEISMANN,
Incorporator

Dated: AUGUST 25, 2000

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in such capacity and comply with the provisions of the Act set forth above.


THOMAS M. DACHELET
Registered Agent

Dated: AUGUST 25, 2000

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA