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VALIDATION ONLY

Requestor's Name  
Address  
City State ZIP Phone

CORPORATION(S) NAME

600003422526--2  
-10/12/00--01017--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Chatterjee Group, Inc.



Empire Toll Free: 1-800-432-3028

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ARTICLES OF INCORPORATION  
OF  
CHATTERJEE GROUP, INC.

00 OCT 12 PH 1:52

THE UNDERSIGNED, hereby subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is Chatterjee Group, Inc.

ARTICLE II - DURATION

This Corporation shall commence existence upon filing these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is One Million (1,000,000) shares of common stock. Such shares shall be of a single class and shall have no par value per share.

ARTICLE V - INITIAL OFFICE AND AGENT

The street address of the Corporation's principal place of business is 1803 North Flagler Drive, Suite 117, West Palm Beach, Florida 33407, and its initial Registered Agent is Chirantan Chatterjee.

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors constituting the Initial Board of Directors. The number of Directors may be increased or decreased from time to time by the Bylaws. The names and addresses of the initial Board of Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Chirantan Chatterjee President/Treasurer	1803 North Flagler Drive, Suite 117 West Palm Beach, Florida 33407
Nirmalya Chatterjee Vice President/Secretary	1803 North Flagler Drive, Suite 117 West Palm Beach, Florida 33407

ARTICLE VII – INCORPORATION

The name and address of the person signing these Articles of Incorporation is CHIRANTAN CHATTERJEE, 1803 North Flagler Drive, Suite 117, West Palm Beach, Florida 33401, the registered agent for the Corporation.

ARTICLE VIII – IDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent of the law.

ARTICLE IX - DIRECTOR'S RESIDENCY AND COMPENSATION

Directors of this corporation need not be residents of the State of Florida, unless otherwise provided in the Articles or Bylaws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix compensation of the directors of this corporation, unless otherwise provided in the Articles or Bylaws.

ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this

10th day of October, 2000.

Chirantan Chatterjee  
Chirantan Chatterjee, President

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DIVISION OF CORPORATIONS

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

00 OCT 12 PM 1:52

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that CHATTERJEE GROUP, INC.

desiring to organize under the laws of the State of Florida

with its principal office, as indicated in the articles of incorporation has

named CHIRANTAN CHATTERJEE

located at 1803 North Flagler Drive, Suite 117

City of West Palm Beach County of Palm Beach State of Florida,

as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Chirantan Chatterjee  
Registered Agent