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February 8, 2001

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*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

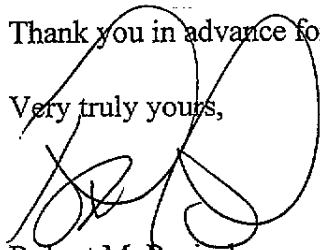
Re: KALISYSTEMS, INC.

Dear Sir or Madam:

Enclosed herewith please find an original and two copies of the Articles of Incorporation for the above referenced corporation and a check for \$78.75 for the Filing Fee & Certified Copy. Please file the original of the enclosed Articles of Incorporation and return a certified copy of the Articles of Incorporation to the undersigned.

Thank you in advance for your attention to this matter.

Very truly yours,



Robert M. Panisch

FILED
01 FEB 12 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 13 2001

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE: NAME

The name of the corporation shall be: KALISYSTEMS, INC.

ARTICLE TWO: DURATION

The Corporation shall have a perpetual existence.

ARTICLE THREE: PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE FOUR: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

KALISYSTEMS, INC.
300 South Pine Island Road, Suite 235
Plantation, FL. 33324

ARTICLE FIVE: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) Shares of common stock with no par value.

ARTICLE SIX: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Manju Kalidindi
300 South Pine Island Road, Suite 235
Plantation, FL. 33324

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01 FEB 12 PM 1:29
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TALLAHASSEE, FLORIDA

ARTICLE SEVEN: INCORPORATOR

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

Manju Kalidindi
300 South Pine Island Road, Suite 235
Plantation, FL. 33324

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 day of February, 20001.

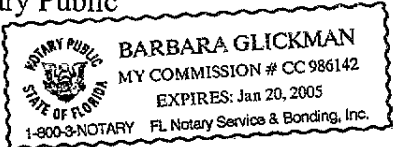
Manju Kalidindi
Manju Kalidindi, Incorporator

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing Articles of Incorporation of KALISYSTEMS, INC. were acknowledged before me this 24 day of February, 2001, by Manju Kalidindi, as incorporator, and who is personally known to me.

My Commission Expires: 1/20/2005

Barbara Glickman
Notary Public



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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.

1. The name of the corporation is KALISYSTEMS, INC.
2. The name and address of the registered agent and office is:

Manju Kalidindi
300 South Pine Island Road, Suite 235
Plantation, FL. 33324

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TALLAHASSEE, FLORIDA

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Manjula Kalidindi
Manju Kalidindi

2/8/01
Date