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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

NDX INVESTMENT INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight FEB 15 2001

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ARTICLES OF INCORPORATION
OF
NDX INVESTMENTS INC.

ARTICLE I. Name

The name of this Florida corporation is:
NDX Investments, Inc.

ARTICLE II. Address

The mailing address of the Corporation is:

NDX Investments, Inc.
17890 West Dixie Highway Suite 521
North Miami Beach, Florida 33160
USA

ARTICLE III. Registered Agent

The name and address of the registered agent of the Corporation is:

Shapovalov & Boreth P.A.
16300 NE 19th Ave. Suite 250
North Miami Beach, Florida 33162
USA

ARTICLE IV. Board of Directors

The names of each member of the Corporation's Board of Directors are:

Upinder Raisauda
Hemantkumar Trivedi

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Inna Shapovalov / Florida Bar Member 084123
Shapovalov & Boreth, P.A.
16300 NE 19th Ave, Suite 250,
North Miami Beach, Florida 33162 USA
Tel. (305) 946-9616

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

ARTICLE V. Capital Stock

The Corporation shall have authority to issue 10,000 shares of common stock, par value \$0.01 per share (US dollars).

ARTICLE VI. Incorporator

The name of the incorporator is

Inna Shapovalov
Shapovalov & Boreth, P.A.
16300 NE 19th Ave. Suite 250
North Miami Beach, Florida USA 33162

ARTICLE VII. Corporate Existence

The Corporate existence shall begin effective immediately upon approval by the Secretary of State, Florida, USA.

The undersigned incorporator executed these articles of incorporation on February 14, 2001.


INNA SHAPOVALOV

Inna Shapovalov / Florida Bar Member 084123
Shapovalov & Boreth, P.A.
16300 NE 19th Ave, Suite 250
North Miami Beach, Florida 33162 USA
Tel. (305) 949-9816

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

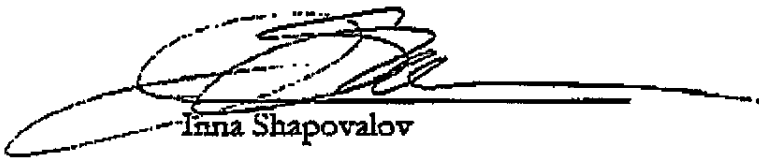
CORPORATION:

NDX Investments, Inc.

REGISTERED AGENT/OFFICE:

**Shapovalov & Boreth, P.A.
16300 NE 19th Ave. Suite 250
North Miami Beach, Florida 33162**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Inna Shapovalov

Date : 2/14/01

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