

April 9, 2001

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

SUBJECT: D'SOUZA, INC.

Gentlemen:

Enclosed find original and (1) copy of the articles of incorporation together with a check

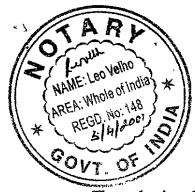
This represents the cost of the Filing Fees, Certified Copy and Certificate of Status.

Very Truly yours,

Sue Wein

266 Wilshire Blvd. Ste # 127 Casselberry, Florida 32707

Telephone No. 407263-3000



ARTICLES OF INCORPORATION OF D'SOUZA, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby binds himself to form a corporation under the laws of the State of Florida

ARTICLE I Name.

The name of the corporation shall be:

D'SOUZA, INC.

2. ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: 266 Wilshire Boulevard, Suite 127
Casselberry, Florida 32707

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3. ARTICLE III PURPOSE

The purpose for which the corporation is organized is to include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

4. ARTICLE IV TERM

This corporation shall have perpetual existence.

5 ARTICLE V SHARES

The number of shares that may be issued by the corporation is 100 shares of the par value of Five Dollars per share, all common stock. Sale of the shares shall be fixed in the By-Laws of the corporation, in full compliance with the laws of the State of Florida.

6. ARTICLE VI CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars.



7. ARTICLE VII INITIAL DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By-

Laws. The name and address of the initial directors are:

NORBERT COSME FRANCISCO D'SOUZA

266 Wilshire Bivd. Ste. 127

Casselberry, Florida 32707

ANGELA BRIGIDA FERNANDES D'SOUZA

266 Wilshire Blvd. Ste. 127

Casselberry, Florida 32707

All decisions of the Board will be by majority vote.

8. ARTICLE VIII OFICERS

The officers of the corporation shall consist of a president, a secretary and a treasurer, each of whom shall be appointed by the Board of Directors. Other officers, assistants and agents may be appointed by the Board as deemed necessary.

The directors shall appoint the officers annually, as fixed by the By-Laws. The president shall manage the corporation, and his signature alone shall bind the corporation.

The specific duties of the corporate officers shall be as printed in the By-Laws of the corporation.

The names of the officers who are to serve until the first election are:

NORBERT COSME FRANCISCO D'SOUZA President

ANGELA BRIGIDA FERNANDEZ D'SOUZA Secretary/Treasurer

ARTICLE IX REGISTERED AGENT

The name and address of the initial Registered Agent is:

NORBERT COSME FRANCISCO D'SOUZA

266 Wilshire Blvd. Suite 127

Casselberry, Florida 32707

Having been named as registered agent 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.

Norbert Cosme Francisco D'Souza/Registered Agent

Date April 2001

NOTARY NOON OF INDIA



10. ARTICLE X

LEX INCORPORATOR

The name and Post Office address of the subscriber of these Articles of the subscriber of the subscriber of these Articles of the subscriber of the subscrib Incorporation is:

NORBERT COSME FRANCISCO D'SOUZA

266 Wilshire Blvd. Suite 127 Casselberry, Florida 32707

IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation, and one of the first directors thereof, has executed these Articles of Incorporation on the date noted below.

COSME FRANCISCO D'SOUZA /Incorporator Date

STATE OF FLORIDA **COUNTY OF SEMINOLE**

> The foregoing instrument was acknowledged before me this & Aday of , 2001 by Norbert Cosme Francisco D'Souza, who is personally known by me or produced as identification and who did take an oath and say that he executed the foregoing Articles of Incorporation, and that the facts alleged in said Articles are true and correct.

Notary Public. UNION OF INDIA Place: MAR. eno. fon ladiA My commission expires: