

PQ 0000 63284
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June 21, 2001

VIA FEDERAL EXPRESS

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

100004439091--1
-06/25/01--01088--010
*****87.50 *****87.50

Re: Samarkand & Associates, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate of Designation and Registered Agent's Acceptance regarding the above corporation. Kindly file the original, certify the copy and provide me with a Certificate of Status. I have enclosed a check in the amount of \$87.50 which represents your fee for same as well as a Federal Express package to return the documents to me.

Thank you for your assistance in this matter. Should you have any questions or comments, please do not hesitate to contact me.

Sincerely,



Mark J. Alderuccio
Attorney

MJA/jed
Enclosures

D. WHITE JUN 25 2001

5V

Mark's Secretary GAVE
AUTHORIZATION BY PHONE TO
CORRECT P.A. address
DATE 6/26/01
DOC. EXAM D. White

FILED
01 JUN 25 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
SAMARKAND ASSOCIATES, INC.

FILED
01 JUN 25 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

SAMARKAND ASSOCIATES, INC.

ARTICLE II

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS AND PERFORM ALL OF THE POWERS AND PRIVILEGES GRANTED CORPORATIONS UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCK WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME SHALL BE ONE HUNDRED (100) SHARES WITH A PAR VALUE OF ONE DOLLAR (\$1.00) AND SHALL BE CLASSIFIED AS FOLLOWS:

100 SHARES COMMON STOCK, ONE VOTE PER SHARE.

ARTICLE IV

THIS CORPORATION SHALL BEGIN BUSINESS WITH A CAPITAL OF NOT LESS THAN ONE THOUSAND DOLLARS (\$1000.00).

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY.

ARTICLE VI

THE NAME AND ADDRESS OF THE CORPORATION'S INITIAL REGISTERED AGENT IS:

ROBIN J. ADAMS
4061 BONITA BCH RD, STE 104
BONITA SPRINGS, FLORIDA 34134

ARTICLE VII

THE PRINCIPLE PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE :

4061 BONITA BEACH ROAD
SUITE 104
BONITA SPRINGS, FLORIDA 34134

AND MAY HAVE SUCH OTHER PLACES OF BUSINESS WITHIN AND WITHOUT THE STATE OF FLORIDA AS MAY BE NECESSARY OR CONVENIENT, AND AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

ARTICLE VIII

THE INITIAL BOARD OF DIRECTORS SHALL CONSIST OF TWO (2) DIRECTORS WHO SHALL SERVE AS DIRECTOR UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS, OR UNTIL HIS SUCCESSOR HAS BEEN ELECTED AND QUALIFIED, AND THE INITIAL DIRECTOR SHALL BE THE FOLLOWING NAMED PERSON:

BRIAN MAITLAND-SMITH
ROBIN J. ADAMS

ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF THE PRESIDENT, SECRETARY AND TREASURER, WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL THEIR SUCCESSORS ARE ELECTED PURSUANT TO THE CORPORATE BY-LAW ARE AS FOLLOWS:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
ROBIN J. ADAMS	PRESIDENT	1107 WESTMORELAND RD ALEXANDRIA, VA 22308
BRIAN MAITLAND-SMITH	SECRETARY	4061 BONITA BEACH ROAD, #104 BONITA SPRINGS, FL 34134
BRIAN MAITLAND-SMITH	TREASURER	4061 BONITA BEACH ROAD, #104 BONITA SPRINGS, FL 34134

ARTICLE X

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THIS CERTIFICATE OF INCORPORATION IS AS FOLLOWS:

BRIAN MAITLAND-SMITH
4061 BONITA BEACH ROAD, #104
BONITA SPRINGS, FL 34134

I, THE UNDERSIGNED, BEING THE ORIGINAL SUBSCRIBER AND INCORPORATOR OF THE FOREGOING CORPORATION, DO HEREBY CERTIFY THAT THE FOREGOING CONSTITUTES THE ARTICLES OF THE ABOVE CORPORATION.

WITNESS MY HAND AND SEAL THIS 20th DAY OF JUNE, 2001.


BRIAN MAITLAND-SMITH

STATE OF FLORIDA
COUNTY OF COLLIER SS.

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC, PERSONALLY APPEARED BRIAN MAITLAND-SMITH TO ME PERSONALLY KNOWN OR HAVING PRODUCED Florida Driver's License AS IDENTIFICATION WHO EXECUTED AND SUBSCRIBED TO THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED AND SUBSCRIBED TO THE SAME FOR THE PURPOSES THEREIN EXPRESSED.

DATED 6/20/01


NOTARY PUBLIC

MY COMMISSION EXPIRES:



**CERTIFICATE OF DESIGNATION AND
REGISTERED AGENT'S ACCEPTANCE**

THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: SAMARKAND ASSOCIATES, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

ROBIN J. ADAMS
4061 BONITA BCH RD, STE 104
BONITA SPRINGS, FLORIDA 34134

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.


REGISTERED AGENT

20 June 2001
DATE

FILED
01 JUN 25 AM 11:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA