

PO10000086651
August 28, 2001

SAIDI INVESTMENT AND REALTY
2840 Kinnon Drive
Orlando, FL 32817
(407) 380-7333

SECRETARY OF STATE
DIVISION OF CORPORATION
P.O. Box 6327
Tallahassee, FL 32314

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-08/30/01--01063--003
*****78.50 *****78.50

RE: registration on newly established sub-s corporation

Dear Sir:

Enclosed, please find an original and a copy of the Articles of Incorporation for the newly established Sub-S Corporation under the name:

SAIDI INVESTMENTS AND REALTY, INC.

Enclosed. Also, Please find a money order in the amount of \$78.50 to be used as fees for the registration of this entity.

Respectfully yours,



Ahmad Y. Saidi
Registered Agent

FILED
01 AUG 30 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

For

SAIDI INVESTMENTS AND REALTY, INC.

FILED
01 AUG 30 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, subscribers of these Articles of Incorporation, each a natural person competent to contract, do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida, and to the end hereby certify to the facts herein set forth as required by law.

**ARTICLE I
NAME**

The name of this corporation is:

SAIDI INVESTMENTS AND REALTY, INC.

**ARTICLE II
PURPOSE**

This corporation may engage or transact in any and or all of lawful activities or business permitted under the law of the united States, the State of Florida or any other state, county, city or nation. The general nature of the business to be transacted shall include but not limited to:

SECTION A: To engage in every aspect and phase of real estate services, including but not limited buying, selling, managing and development any real estate properties as allowed and permitted by law. To offer any consultation, investment and enter joint ventures of any kind in the real estate development and enterprises.

SECTION B: To engage in every aspect and phase of medical services, cardiopulmonary services and home health care including, but not limited to any care for patients at hospitals, clinics or homes to provide services related to respiratory therapy, cardiopulmonary diagnostics, sleep apnea and all aspects of nursing care and any other medical modalities. To offer any form of consultations to all and or any of the above activities.

SECTION C: To manufacture, purchase, or otherwise acquire, dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description in the medical filed or other fields serving the community.

SECTION D: To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate properties or other instruments to secure the payment of corporate indebtedness as required.

SECTION E: To conduct business in, have one or more offices, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal properties, including franchises, patents, trademarks, licenses, in the State of Florida, other states and global countries.

SECTION F: To purchase the corporate assets of any other corporation and engage in the same or other character of business.

SECTION G: To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all rights, powers, and privileges of ownership, including the right to vote such stock.

ARTICLE III **CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 of common stock having a value of \$0.01 per share, with the consideration to be paid for each share to be in money, property, or services as may be fixed by the board of directors.

ARTICLE IV **INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall not be less than five hundred (500.00) dollars.

ARTICLE V **ADDRESS**

The principal office of this corporation shall be located at 2840 Kinnon Drive, Orlando, Orange County, Florida 32817, and its post office address shall be the same. The corporation may establish and maintain office at such other places in the United States of America or in any foreign country, as the board of directors may from time to time determine.

ARTICLE VI **TERM**

This corporation shall have perpetual existence

ARTICLE VII
DIRECTORS

SECTION A: Number of directors: The number of Directors of this corporation shall be the number from time to time fixed by the shareholders in accordance with the by-laws, but at no time the number shall be less than one such director.

SECTION B: Initial Directors: The names and post office address of the first Board of Directors are:

NAME

ADDRESS

Ahmad Y. Saidi

2840 Kinnon Drive, Orlando, Fl 32817

ARTICLE VIII
OFFICERS

The Officers of this Corporation shall be President, two vice-presidents, a secretary, a treasurer, and any other such officers and agents as may be provided by the by-laws. All officers, agents and directors shall be chosen in such manner and hold their offices for such term and shall have such power and duties, and may be removed as may be provided in the by-laws. Any person may hold more than one office.

Initial officers of this corporation will be as follows:

Ahmad Y. Saidi, President, Secretary and Treasurer

ARTICLE IX
SUBSCRIBERS

The names and post office address of the subscribers of these Articles of Incorporation and the number of shares of stock each subscriber agrees to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
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Ahmad Y. Saidi

2840 Kinnon Drive, Orlando, Fl 32817

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ARTICLE X
REGISTERED OFFICE AND REGISTERED AGENT

AHMAD Y. SAIDI, 2840 Kinnon Drive, Orlando, Fl 32817 is designated as the Agent of Records to accept service of process within the State of Florida for the corporation.

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a stockholders' meeting by the majority of stock issued and entitled to be voted, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN THE WITNESS WHEREOF, we have made subscribes and acknowledged these Articles of Incorporation, on the first day of August 2001.

I hereby am familiar with and accept the duties and responsibilities of Registerd Agent.


AHMAD Y. SAIDI, President


AHMAD Y. SAIDI, Registered Agent.

DATE: August 28, 2001.

STATE OF FLORIDA

COUNTY OF ORANGE

I, HEREBY CERTIFY that before me, a notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared **Ahmad Y. Saidi** who executed the foregoing Articles of Incorporation. He acknowledged before me that he subscribed to these Articles of Incorporation and presented himself as the **President** and the **Registered Agent**. He presented his Florida Driver's License # S-300-019-41-095-0 as means of identification.

Witness my hand and official seal in the County of Orange, State of Florida, this is the 28TH. Day of August 2001.


NOTARY PUBLIC

