POZOOOO 49764 TRANSMITTAL LETTER

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

> 900005415309--4 -05/01/02--01038--001 *****78.75 ******78.75

Subject: HSN Investment Corporation

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

()\$35.00 ()\$43.75 ()\$70.00 (X)\$78.75

From:

Mr. Narain e Ramsammy

Name

12158 Washington Street

Address

Pembroke Pines, FL 33025

City, State & Zip

<u>(954) 45</u>0-5271

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The Name of the corporation shall be:

HSN Investment Corporation

ARTICLE II PRINCIPAL OFFICE

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

12158 Washington Street Pembroke Pines, FL 33025

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mr. Narain e Ramsammy 12158 Washington Street Pembroke Pines, FL 33025

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Mr. Narain e Ramsammy 12158 Washington Street Pembroke Pines, FL 33025

Mr. Hemmant K. Singh 17732 NW 87th Place Miami, FL 33018

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

Twenty Fourth (24th) day of April , 2002.

Adain! Fameuring signature

Signature

Signature

Article of Incorporation Filling Fee - \$35

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:	HSN Investment Corporation		
			
2. The name and address of the registered agent and office is:		02	TALI
	Mr. Narain e Ramsammy	D2 MAY	AEC AEC
	(Name)	1	SSE
	12158 Washington Street		
	(P.O. Box not acceptable)	0: 44	
	Pembroke Pines, FL 33025	#	DH
	(City/State/Zip)		

Having been named as registered agent and to accept service of process for the above state 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.

Otainl Kamsamny (Signature)