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**Attorney At Law**

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PD20000547 31

May 13, 2002

State of Florida  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

Attention: Domestic Charter Filing Division:

RE: Setty Enterprises, Inc.

900005509579--9  
-05/14/02--01065--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

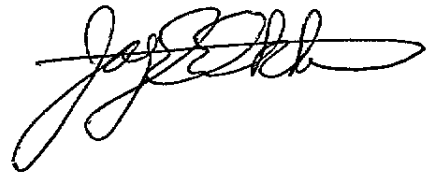
Dear Sir or Madam:

Please find attached the Charter for the above referenced domestic corporation together with a check for the \$70 filing fee and \$8.75 certified copy fee.

A return FedEx prepaid envelope is attached for return to me of the Certified Copy.

Thank you.

Sincerely,



FILED  
02 MAY 14 AM 7:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

eo/1/02

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**ARTICLES OF INCORPORATION**

**FILED**

**of**

**02 MAY 14 AM 7:45**

**SETTY ENTERPRISES, INC.**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

These Articles constitute the Articles of Incorporation of Setty Enterprises, Inc.

**Article I-Name**

The name of the Corporation is Setty Enterprises, Inc.

**Article II-Principal Office**

The principal office of the corporation is 157 Windward Drive, Palm Beach Gardens, Fl 33418.

**Article III-Purposes for Which Corporation is Formed**

The Corporation is organized for the purpose of transacting any and all business of which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time-to-time.

**Article IV-Duration**

The term of existence of the Corporation is perpetual.

**Article V-Capitalization**

The Corporation is authorized to issue 1000 shares of common stock, par value \$.0001 per share.

**Article VI-Indemnification**

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance costs to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (a) is or was a director of the corporation; (b) is or was serving at the request of the Corporation as an officer of another corporation, partnership, joint venture, trust or other enterprise (collectively, a "Business Entity"), (c) is or was an officer of the Corporation, provided that any such person is or was at the time a director of the Corporation; or (d) is or was serving at the request of the Corporation as an officer of another Business Entity, provided that any such person is or was at the time a director of the Corporation or a director of such other Business Entity, serving at the request of the Corporation. Unless otherwise expressly prohibited by

the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance costs to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person is or was an officer, employee or agent of the Corporation, as an officer, employee or agent of another Business Entity. No person falling within the purview of this paragraph may apply for indemnification or advancement of costs to any court of competent jurisdiction.

#### **Article VII-Bylaws**

The Board of Directors and Shareholders may amend, repeal or adopt any Bylaw of and for the Corporation, but the Shareholders may prescribe that any Bylaw so amended, repealed or adopted by the Shareholders shall not be amended, repealed or adopted by the Board of Directors.

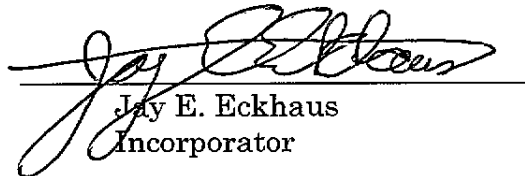
#### **Article VIII-Incorporator**

The name and address of the person signing these Articles of Incorporation as incorporator is Jay E. Eckhaus, Esq., 157 Windward Drive, Palm Beach Gardens, Fl 33418.

#### **Article IX-Initial Registered Office and Initial Mailing Address**

The street address of the initial registered office of the Corporation is 157 Windward Drive, Palm Beach Gardens, Fl 33417 and the name of the initial registered agent at that address is Jay E. Eckhaus, Esq.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 13th day of May, 2002.

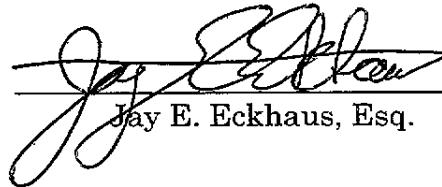
  
\_\_\_\_\_  
Jay E. Eckhaus  
Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

**FILED**  
**02 MAY 14 AM 7:45**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

Having been named in the Articles of Incorporation as registered agent for such corporation at the address indicated in such Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: May 13, 2002

  
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Jay E. Eckhaus, Esq.