

PD200010290

LAW OFFICES
BRIAN C. DEUSCHLE, CHARTERED

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800 SOUTHEAST THIRD AVENUE
FORT LAUDERDALE, FLORIDA 33316
TELEPHONE (954) 763-7200
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September 17, 2002

Via Federal Express

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

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-09/18/02--01058--015
*****122.50 *****78.75

**RE: Articles of Incorporation of Gudaki Corp.
Our File No. 2258-02-2-04**

Dear Sir or Madam:

You will find enclosed the original Articles of Incorporation of Gudaki Corp., together with this firm's check in the amount of \$122.50, which represents the following:

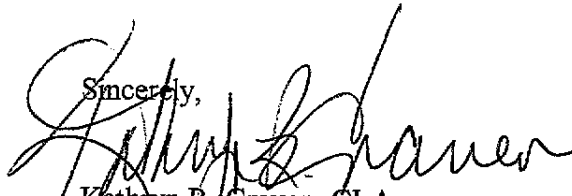
1.	Filing fee	\$ 35.00
2.	Registered agent	\$ 35.00
3.	Certified copy	<u>\$ 52.50</u>
Total		\$122.50

FILED
SEP 18 AM 10:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Please process the filing of the Articles of Incorporation and send us a certified copy of the same.

If there are any questions or problems regarding this matter, please do not hesitate to contact my office.

Sincerely,


Kathryn R. Craven, CLA
Certified Legal Assistant

krc
Enclosures

cc: Juan Cantor

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9/19

**ARTICLES OF INCORPORATION
OF
GUDAKI CORP.**

FILED
02 SEP 18 AM 10:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is GUDAKI CORP.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The general nature of the business and the objects and purposes proposed to be transacted and carried on is to buy, sell, invest and otherwise deal in real and personal property and for the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida General Corporation Act.

ARTICLE IV

The total number of shares of all classes of stock which the corporation is authorized to issue is One Thousand (1,000) shares of voting Common Stock with One Dollar (\$1.00) par value.

The amount of capital which this corporation has authorized and which has been paid in as of this date is One Thousand Hundred Dollars (\$1,000.00).

ARTICLE V

The street address of the initial principal office of the corporation is 605 SE 9th Avenue, Fort Lauderdale, Florida 33301. The principal office of the corporation may be changed to any other city of the State of Florida designated by the Board of Directors. The name and address of the initial Registered Agent are BRIAN C. DEUSCHLE, ESQUIRE, 800 SE 3rd Avenue, Suite 400, Fort

Lauderdale, Florida 33316. The corporate mailing address is the same as the principal office.

ARTICLE VI

The number of directors shall not be less than one (1).

ARTICLE VII

The name and post office address of the initial Board of Directors of the corporation are:

JUAN CANTOR
605 SE 9th Avenue
Fort Lauderdale, FL 33301

CLAUDIA CANTOR
605 SE 9th Avenue
Fort Lauderdale, FL 33301

ARTICLE VIII

The name and address of the person signing these Articles are:

JUAN CANTOR
605 SE 9th Avenue
Fort Lauderdale, FL 33301

ARTICLE IX

The By-Laws of the corporation may be adopted, altered, amended, or repealed by either the Board of Directors or the Shareholders. Any By-Law adopted by the Shareholders may provide that one or more provisions thereof shall not be amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the Shareholders.

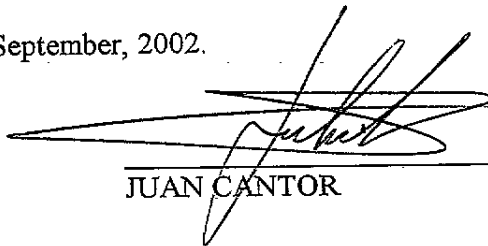
ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred upon stockholders herein are granted subject to this reservation.

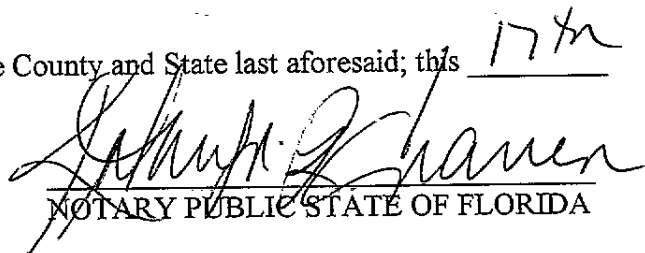
IN WITNESS WHEREOF, the undersigned subscribes that he has executed these Articles of Incorporation on this 17 day of September, 2002.


JUAN CANTOR

STATE OF FLORIDA)
)SS.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 17th day of September, 2002, by JUAN CANTOR, who is personally known to me or who produced a n/a as identification.

WITNESS my hand and official seal in the County and State last aforesaid; this 17th day of September, 2002.


NOTARY PUBLIC STATE OF FLORIDA



Kathryn R. Craven
MY COMMISSION # CC966366 EXPIRES
September 7, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

(Print Name)

Commission Number

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I, BRIAN C. DEUSCHLE, ESQUIRE, hereby accept the designation of Resident Agent for

service of process upon GUDAKI CORP., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 17th day of September, 2002.


BRIAN C. DEUSCHLE, ESQUIRE
Registered Agent