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EFFECTIVE DATE
2-20-03

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

F. PARKER LAWRENCE, P.A.
ATTORNEY AT LAW

F. Parker Lawrence 3720 NORTHWEST 43rd STREET - Suite 101 TELEPHONE (352) 373-4160
GAINESVILLE, FLORIDA 32606 FACSIMILE (352) 372-3446

February 20, 2003

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

SUBJECT: Ghosh Enterprises, Inc.

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Please time/date stamp and return the copy.


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Filing Fee

(X) \$78.75
Filing Fee
& Certificate

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Filing Fee
& Certified Copy

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Filing Fee,
Certified Copy,
Certificate

FROM:


F. Parker Lawrence
F. PARKER LAWRENCE, P.A.
3720 N. W. 43rd Street, Suite 101
Gainesville, Florida 32606
352-373-4160

FPL/er

Enclosures: Check
Articles

ARTICLES OF INCORPORATION
OF
GHOSH ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the *Florida General Corporation Act*, Chapter 607 *Florida Statutes* (2002), do hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is **Ghosh Enterprises, Inc.**

ARTICLE II. EFFECTIVE DATE & DURATION

The effective date of the incorporation shall be February 20, 2003, or as soon after that date as the Articles of Incorporation are filed in the office of the Secretary of State. The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

The corporation is organized for the following purposes: doing business in the State of Florida.

EFFECTIVE DATE
2-20-03

ARTICLE IV. CAPITALIZATION

The amount of capital with which the corporation will begin its business is not less than One Thousand and 00/100 Dollars (\$1,000.00).

ARTICLE V. PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing address of the corporation's principal office is P.O. Box 2912, High Springs, Florida 32655 and the physical address of the corporation's principal office is 25826 N.W. Co. Road 241, Alachua, Florida 32615. The name of the initial registered agent of the corporation is F. Parker Lawrence, whose mailing address is 3720 N. W. 43rd Street, Suite 101, Gainesville, Florida 32606 and whose physical address is the same.

ARTICLE VI. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on corporations by the laws of the State of Florida, including, but not limited to, the following:

- A. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
- B. To invest its funds in real estate, mortgages, stocks, bonds or any other type of investments.
- C. To own real or personal property necessary for the business.

ARTICLE VII. SHARES ISSUED

The aggregate number of shares which the corporation is authorized to issue is 1000. Such shares shall be of a single class, and shall be with par value of \$1.00.

ARTICLE VIII. DIRECTORS

The corporation is to be managed by a Board of Directors. The number of Directors constituting the initial Board of Directors is two (2), to be appointed at the organizational meeting.

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter, the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE IX. SUBSCRIBERS

The name and address of each person signing these Articles of Incorporation as a subscriber is:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| F. Parker Lawrence | 3720 N. W. 43 rd Street, Suite 101, Gainesville, FL 32606 |

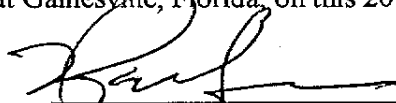
ARTICLE X. BYLAWS

The initial directors shall submit the proposed Bylaws to the shareholders at a meeting to be held for that purpose not more than thirty (30) days following the issuance of the Certificate of Incorporation. Following the adoption of Bylaws by affirmative vote of two-thirds of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with such Bylaws.

ARTICLE XI. DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him or her.

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation at Gainesville, Florida, on this 20th day of February, 2003.


F. Parker Lawrence

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent to accept service of process for **GHOSH ENTERPRISES, INC.**, at the place designated in this certificate, I hereby agree to act in such capacity; further,

I AGREE TO COMPLY with all the provisions of all statutes relative to the proper and complete performance of my duties as such.


F. Parker Lawrence

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TALLAHASSEE FLORIDA

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