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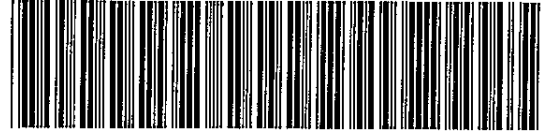
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: DARA Enterprises, Inc.

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

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Andrew S. Yagoda, P.A.
Name (Printed or typed)

269 Giralda Avenue, Suite 200
Address

Coral Gables, Florida 33134
City, State & Zip

(305) 441-9958
Daytime Telephone number

CERTIFICATE OF DOMESTICATION

The undersigned, Anne Yagoda, Pres./Dir.,
(Name) (Title)

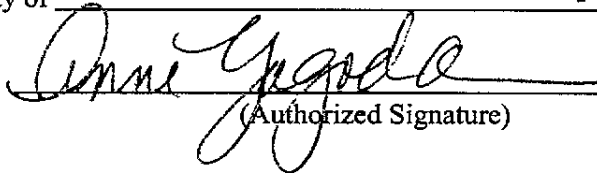
of DARA Enterprises, Inc. a foreign Corporation,
(Corporation Name)

in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed is July 12, 1991.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being is State of New Jersey.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication is DARA Enterprises, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is DARA Enterprises, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication is State of New Jersey
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Pres./Dir., of DARA Enterprises, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 22 day of February, 2003.


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
FOR
DARA ENTERPRISES, INC.**

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

ARTICLE I.

The name of the corporation is: DARA ENTERPRISES, INC.

ARTICLE II.

The duration of the corporation shall be perpetual.

ARTICLE III.

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any and all activities for which a corporation may be organized under the laws of the State of Florida. Additionally, the corporation shall have all the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV.

The corporation shall have the authority to issue not more than Two Thousand Five Hundred (2,500) shares of a common class with a par value of \$0.001 per share which shall be designated "Common Shares".

ARTICLE V.

The shareholders are hereby granted preemptive rights. Each shareholder, upon the sale for cash of any new stock of the same kind, class or series as that which he or she

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already holds, shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others, which price may be in excess of par.

ARTICLE VI.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE VII.

The corporation's principal place of business and mailing address are:

DARA ENTERPRISES, INC.
4859 N.W. 112 Drive
Coral Springs, Florida 33076

The name and address of the corporation's initial registered agent is:

Andrew S. Yagoda, Esq.
269 Giralda Avenue, Suite 200
Coral Gables, Florida 33134

ARTICLE VIII.

The number of directors constituting the initial Board of Directors shall be one (1).

The name and street address of the initial officer and director are:

Director /
President / Secretary

Anne Yagoda
4859 N.W. 112 Drive
Coral Springs, Florida 33076

ARTICLE VIII.

The names and street addresses of the incorporator is:

Anne Yagoda
4859 N.W. 112 Drive
Coral Springs, Florida 33076

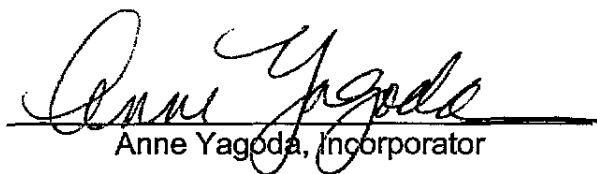
ARTICLE X.

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. Further, to the extent permitted under Florida law, no Director or Officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. No amendment or repeal of this Article shall be applied retroactively.

ARTICLE XI.

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

EXECUTED in Broward County, Florida this 22 day of February, 2003.


Anne Yagoda, Incorporator

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT**

Pursuant to the provisions of sections 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Registered Office, in the State of Florida. This statement shall be made a part of the Articles of Incorporation of the corporation.

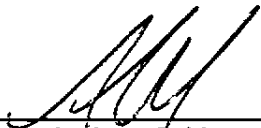
The name of the corporation and its registered office is:

DARA ENTERPRISES, INC.
4859 N.W. 112 Drive
Coral Springs, Florida 33076

The name and address of the corporation's initial registered agent is:

Andrew S. Yagoda, Esq.
269 Giralda Avenue, Suite 200
Coral Gables, Florida 33134

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



Andrew S. Yagoda

2-22-03

(Date)

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TALLAHASSEE, FLORIDA