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(Requestor's Name)

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PICK-UP WAIT MAIL

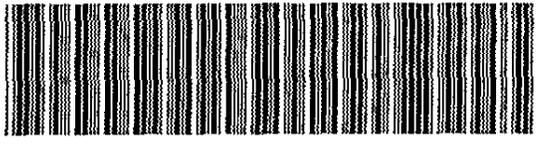
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/28/03--01014--004 **78.75

FILED STATE
DEPARTMENT OF CORPORATIONS
03 JUN 13 AM 9:32

6-16-03
~~6-16-03~~

TRANSMITTAL LETTER

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

SUBJECT: AGR Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Ajay S. Bhalla
Name (Printed or typed)

1403 Allison Avenue
Address

Altamonte Springs, Fl. 32701
City, State & Zip

407-834-3456
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 4, 2003

AJAY S. BHALLA
1403 ALLISON AVE.
ALTAMONTE SPRINGS, FL 32701

SUBJECT: AGR INC.
Ref. Number: W03000016009

We have received your document for AGR INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filings Section

Letter Number: 403A00035039

RECEIVED
03 JUN 13 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 JUN 13 AM 9:32

Articles of Incorporation
In compliance with Chapter 607 and /or Chapter 621, F.S. (Profit)
Of
AGR Holdings Inc.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

Article I

CORPORATION NAME:

AGR Holdings Inc.

Article II

Duration

This corporation shall exist perpetually unless dissolved according to Florida Law

Article III

PRINCIPAL PLACE OF BUSINESS:

The address where the corporation's principal place of business will be located is:

Street Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701
County: Seminole
Telephone: (407)834-3456

Mailing Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701

Article IV

Purpose or purposes:

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida

Article V

STOCK:

**The corporation will authorize the following number of shares: 9,000
The shares will be: no par value**

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

Article VI

REGISTERED AGENT:

The name and address of the registered agent of the corporation is:

**Name: Ajay S. Bhalla
Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407)834-3456**

Article VII

DIRECTORS:

The following persons will be the initial directors of the corporation:

**Name: Ajay S. Bhalla
Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407)834-3456**

**Name: Gregory A. Malenchek
Address: 618 Locust Court
City, State, Zip: Winter Springs, FL 32708
Telephone: (407)696-8690**

**Name: Ricky De Souza
Address: 522 Ridgewood Street
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407) 341-6027**

The directors will not be personally liable to the corporation or its shareholders for obligations arising out of the performance of the directors' duties.

OFFICERS:

The following persons will be elected to fill the respective offices:

President: Gregory A. Malenchek
Address: 618 Locust Court
City, State, Zip: Winter Springs, FL 32708
Telephone: (407)696-8690

Vice President: Ricky De Souza
Address: 522 Ridgewood Street
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407)341-6027

VP /Treasurer: Ajay S. Bhalla
Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407)834-3456

Secretary: Ajay S. Bhalla
Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407)834-3456

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

Instruments which relate to an interest in real estate must be signed by the following:

President or Vice-President and Secretary or Treasurer

The officers are authorized to do the following:

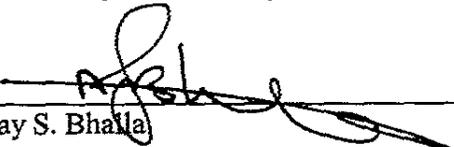
Open a corporate bank account
Elect Subchapter "S" tax status

Article VIII

INCORPORATOR:

Name: Ajay S. Bhalla
Street Address: 1403 Allison Avenue
City, State, Zip: Altamonte Springs, FL 32701
Telephone: (407)834-3456

Executed by the undersigned at on 24th day of May 2003


Ajay S. Bhalla

STATE OF, FLORIDA

COUNTY OF, SEMINOLE

BEFORE ME, the undersigned authority, on this 24th day of May 2003, personally appeared

Ajay S. Bhalla

known to be the person.

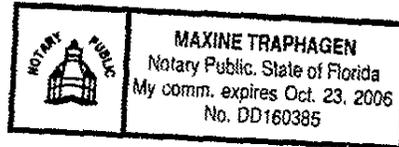
Described in and who signed the Foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and Official Seal the date aforesaid



NOTARY PUBLIC

My Commission expires: 10-23-06



**Certificate and Acknowledgement
of Registered Agent**

FILED
SECRETARY OF CORPORATION
03 JUN 13 AM 9:32

Certificate of Registered Agent

Of

AGR Holdings Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at;
1403 Allison Avenue, Altamonte Springs, Florida 32701

Has named

Ajay S. Bhalla

Located at

1403 Allison Avenue, Altamonte Springs, Florida 32701

as its Registered Agent to accept services of process within this State.

Acknowledgement

Having been named to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept in this capacity, and agree to comply with provisions of Florida Law in keeping open said office.



Ajay S. Bhalla (Registered agent)