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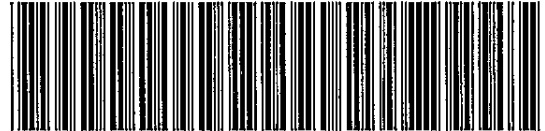
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HUEY, GUILDAY, TUCKER, SCHWARTZ & WILLIAMS, P.A.

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TALLAHASSEE, FLORIDA 32301

MAIN OFFICE:
1953 CENTRE POINTE BOULEVARD
SUITE 200
TALLAHASSEE, FLORIDA 32308

June 23, 2003
VIA HAND DELIVERY

Secretary of State
Division of Corporations
East Gaines Street
Tallahassee, Florida

Re: Bhupendra Corporation

Dear Sir or Madam:

I have enclosed the original and one copy of Articles of Incorporation for Bhupendra Corporation and a check for \$70. Please give me a call when the acknowledgment of incorporation is ready and I will have a runner pick it up.

Thank you.

Sincerely,

HUEY, GUILDAY, TUCKER,
SCHWARTZ & WILLIAMS, P.A.



Chris Gibson, Secretary to
Geoffrey B. Schwartz

GBS/cg
Enclosures

**ARTICLES OF INCORPORATION
OF
BHUPENDRA CORPORATION**

ARTICLE I - NAME

The name of this corporation is Bhupendra Corporation and the address is 3107 Gulf Breeze Parkway, Gulf Breeze, Florida 32563.

ARTICLE II - TERM OF EXISTENCE

This existence of this corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation shall have the authority to issue One Hundred (100) shares, all of one class, having a One Dollar (\$1.00) par value.

ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this corporation.

ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 3107 Gulf Breeze Parkway, Gulf Breeze, Florida 32563. The street address of the Registered Agent of this corporation

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is 1201 Hays Street, Tallahassee, Florida 32301 and the name of the Registered Agent is Corporation Service Company.

ARTICLE VIII - BOARD OF DIRECTORS

The corporation shall have between two (2) and five (5) Directors. The initial Board of Directors shall have four (4) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation is as follows:

Lal Raman - Director
8C 26 Bouldercrest Lane, SE
Atlanta, Georgia 30316-5003

Bhupendrakumar Prajapati - Director
39F Bouldercrest Lane, SE
Atlanta, Georgia 30316-5003

Thummala Shanker - Director
8C 26 Bouldercrest Lane, SE
Atlanta, Georgia 30316-5003

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is as follows:

Bhupendrakumar Prajapati - Director
39F Bouldercrest Lane, SE
Atlanta, Georgia 30316-5003

ARTICLE X - LIMITATIONS ON AMENDMENT

These Articles of Incorporated may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned set his hand and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 18th day of June 2003.

B Prajapati
BHUPENDRAKUMAR PRAJAPATI

STATE OF FLORIDA

COUNTY OF LEON

The foregoing instrument was acknowledged before me this 18th day of June 2003 by Bhupendrakumar Prajapati.



Chris Gibson
MY COMMISSION # DD134855 EXPIRES
October 20, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

Chris Gibson
(Signature of Notary)
MY COMMISSION # DD134855 EXPIRES
October 20, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

(typed, printed or stamped name)

Notary Public

Commission No.:

My Commission Expires:

Personally Known _____ OR Produced Identification _____
Type of Identification Produced CA DL

ACCEPTANCE AS REGISTERED AGENT OF CORPORATION

STATE OF FLORIDA :

COUNTY OF LEON :

I CERTIFY that I am a permanent resident of Leon County, Florida, whose place of residence is 1201 Hays Street, Tallahassee, Florida 32301.

I HEREBY accept the foregoing designation as Registered Agent for the corporation of Bhupendra Corporation.

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, Florida 32301

By: 

Brian Courtney
Asst. V. Pres.

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