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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

shiv of south florida, inc.

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ARTICLES OF INCORPORATION

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The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is: SHIV OF SOUTH FLORIDA, INC. The corporate mailing address is: 24 WEST FLAGLER STREET, MIAMI, FLORIDA 33130.

ARTICLE II

The general nature of the business to be transacted by this corporation is to enter into to provide consulting services or any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

ARTICLE III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is 50 SHARES, NO PAR VALUE.

ARTICLE IV

This corporation shall have perpetual existence.

LAW OFFICES
BRIAN R. HERSH
SUITE 602, BISCAVNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130-4477
FLORIDA BAR NO: 104540

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ARTICLE V

The street address of the initial registered office of this corporation is: 19 West Flagler Street, Suite 602, Biscayne Building, Miami, Florida 33130-4477, and the name of the initial registered agent of this corporation at that address is: BRIAN R. HERSH.

ARTICLE VI

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than 1. The name(s) and the address(es) of the initial director(s) of this corporation is (are):

DAYARAMBHAI PATEL 28 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

ARTICLE VII

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

JENNIFER GONZALEZ 19 WEST FLAGLER STREET
SUITE 602
MIAMI, FLORIDA 33130

ARTICLE VIII

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued and Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

ARTICLE IX

LAW OFFICES
BRIAN R. HERSH
SUITE 602, BISCAYNE BUILDING
19 WEST FLAGLER STREET
MIAMI, FLORIDA 33130-4477
FLORIDA BAR NO: 104540

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 13th day of SEPTEMBER, 2004.


JENNIFER GONZALEZ

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgements in the State and County set forth above, personally appeared Jennifer Gonzalez, known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and (s)he (they) acknowledged before me that (s)he they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 13th day of September, 192004.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: Jan. 22, 2006



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**CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance
with said Act:

First--That SHIV OF SOUTH FLORIDA, INC. desiring to organize under the laws of the
State of Florida, with its principal office, as indicated in the articles of incorporation at City of
Miami, Dade County, State of Florida.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

BY:


BRIAN R. HERSH
(Registered Agent)

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