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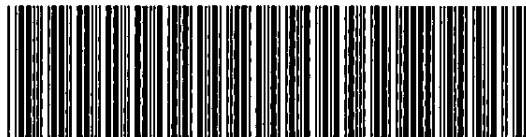
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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18.4-10

MONICA L. COTHAN,
ASHLEY STONE BENEDIK
ATTORNEYS AT LAW



PHONE: 850.784.2992
FAX: 850.784.4773
PANAMACITYLAW.NET

COTHAN & BENEDIK, P.A.
1004 JENKS AVENUE • PANAMA CITY, FLORIDA 32401

March 28, 2007

SECRETARY OF STATE

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 488-9000

RE: Florida Ambika, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation, a Certificate of Domestication and a check for **\$137.50**, which includes the \$128.75 filing fee and \$8.75 registered agent fee. Please file the original Articles, and provide the Certificate of Status and return to our office in the enclosed self-addressed stamped envelope.

Thank you very much for your time and attention to this matter. Please do not hesitate to contact this office at once if you have any questions, or if I may be of assistance to you.

Sincerely,

A handwritten signature in black ink, appearing to read 'Monica L. Cothran', written in a cursive, flowing style.

Monica L. Cothran, Esquire

Enc:
Articles of Incorporation
Certificate of Domestication
Pre-paid Envelope
Check

MLC/lcg



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 4, 2007

COTHRAN & BENEDIK, P.A. / MONICA L. COTHRAN
1004 JENKS AVE.
PANAMA CITY, FL 32401

SUBJECT: FLORIDA AMBIKA, INC.
Ref. Number: W07000016591

We have received your document for FLORIDA AMBIKA, INC. and your check(s) totaling \$137.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct your document to reflect that it is filed pursuant to the correct statute number, chapter 607.1801.

The registered agent must sign accepting the designation.

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) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 507A00022950

Cothran & Benedik, P.A.

Attorneys At Law
1004 Jenks Avenue
Panama City, Florida 32401
Telephone: (850) 784-2992
Fax: (850) 784-4773

FAX TRANSMISSION COVER SHEET

Date: April 10, 2007

To: Carolyn Lewis

Fax: 850-245-6804

Re: Florida Amibka, Inc.

Sender: Lindsay C. Green, Legal Assistant to Monica Cothran

Message: Attached are the two pages I modified. Thank you so much for your assistance, Lindsay

YOU SHOULD RECEIVE: 3 PAGE(S), INCLUDING THIS COVER SHEET. If you should have any questions please do not hesitate to contact me. Also, **IF YOU DO NOT RECEIVE ALL THE PAGES, PLEASE CALL (850) 784-2992.**

The information contained in this facsimile message is attorney privileged and confidential information intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copy of this communication is strictly prohibited. If you have received this communication in error, please immediately notify us by telephone and return the original message to us at the above address via the United States Postal Service, Thank You.

CERTIFICATE OF DOMESTICATION

The undersigned, ANMOL WHIG, Vice President of FLORIDA AMBIKA, INC., a foreign Corporation in accordance with F.S. 607.1801 does hereby certify:

1. The date on which corporation was first formed was July 6, 1998.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Kentucky.
3. The name of the corporation immediately prior to the filing of the Certificate of Domestication was ^{Florida} Ambika Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss.607.0202 and 607.0401 with this certificate is Florida Ambika, 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 was Kentucky.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to ss607.1801.

I am Vice President of Florida Ambika, Inc., and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 21st day of November 2006.


Anmol Whig, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
for
FLORIDA AMBIKA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, desiring to form a corporation under and pursuant to Florida Statute 607.1801 do hereby adopt the following Articles of Incorporation for such company:

1. **Name**. The name of this company shall be: **FLORIDA AMBIKA, INC.**
2. **Duration/Continuation**: The period of this company's duration shall be perpetual, unless terminated by the unanimous written agreement of all Members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or upon the occurrence of any other even which terminates the continued Membership of a Member, unless the business of the company is continued by the consent of all the remaining Members, or by amendment of these Articles of Incorporation providing for the continued existence of the company subsequent to the foregoing events.
3. **The mailing address is**: 17784 Front Beach Road, Panama City Beach, FL 32413
The physical address is: 17784 Front Beach Road, Panama City Beach, FL 32413
4. **Registered Agent and Office**. The name and street address of the initial Registered Agent and office for this company is as follows:

Monica L. Cothran, Esq.
Cothran & Benedik, P.A.
1004 Jenks Avenue
Panama City, FL 32401
5. **Admission of Additional Members**; and Terms and Conditions of such Admissions: Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Bylaws of this Company.
6. **Right to Continue Business**. The remaining Members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member of the occurrence of any other event which terminates the continued Membership of a Member in the company.
7. **Management of Company**. Management of the company is reserved to the ^{Director}Members.
The names and addresses of the Managerial Members are:

ANMOL WHIG

8. **Amendment of Articles of Incorporation**. Any amendment to these Articles of Incorporation shall be on such form prescribed by the Secretary of State of the State of

Florida containing such terms and provision consistent with Florida Statute 607 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

9. **Regulations of the Company.** The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Managers of the company by any amendments of the Articles of Organization. Regulations adopted by the Member or by the Managers may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Managers.

10. **Informal Action of Members.** Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

11. **Contracting Debt.** Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the Managers or if managed by the Members, by any Member of this Company, unless otherwise provided herein.

12. **Transferability of Member's Interest.** An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such Member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contribution to which that Member otherwise would be entitled.

13. **Withdrawal or Reduction of Member's Contributions to Capital.** A Member shall not receive out of the Company property any part of his or its contribution to capital until:

a. All liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them.

b. The consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,

c. These Articles of Incorporation are canceled or so amended as to set out the withdrawal reduction.

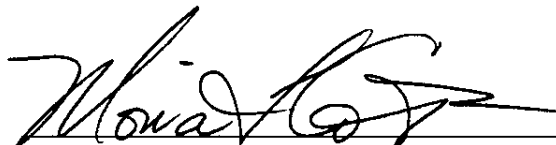
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **FLORIDA AMBIKA, INC.**
2. The name and address of the Registered Agent and office is:

Monica L. Cothran, Esq.
Cothran & Benedik, P.A.
1004 Jenks Avenue
Panama City, FL 32401

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.



Monica L. Cothran, Esq.

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TALLAHASSEE, FLORIDA