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PARALEGAL FREELANCING, INC.

3121 PONCE DE LEON BLVD., CORAL GABLES, FLA. 33134
TEL.: (305) 567-1113 FAX: (305) 444-2320

ROGER M. CARLIER
President / Legal Assistant

July 21, 1995

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*****122.50 *****122.50

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

Re : Articles of Incorporation
TARSHA CORP.

Dear Sir/Madame:

Enclosed please find original Articles of Incorporation of Tarsha Corp.

We are also enclosing a check in the amount of one hundred and twenty two (\$ 122.50) Dollars and fifty cents to cover for the fees. Please forward the certified articles to the address listed in this letterhead.

May you have any questions, please do not hesitate to contact me.

Sincerely,


Roger Carlier

FLORIDA
TALLAHASSEE, FLORIDA

FILED

95 AUG -8 PM 3:39

/rc

Encl.

00789, 00502, 00671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 28, 1995

ROGER CARLIER
3121 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134

SUBJECT: (NAZEEH CORP.)
Ref. Number: W95000015176

PLEASE TRY NEW
NAME. THANK
YOU!

(NAZEEH CORP.)

We have received your document for _____ and your check(s) totaling \$122.50. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 095A00035829

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NAZEEH CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Article of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **NAZEEH CORP.**

The principle place of business of this corporation shall be: 14520 Lincoln Blvd., Miami, Florida 33176.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 Shares
at
\$ 1.00 per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:
Paralegal Freelancing, Inc.
3121 Ponce De Leon Blvd.
Coral Gables, FL 33134

ARTICLE V OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial officer(s), who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

HAZIM I. TARSHA,
PRESIDENT / TREASURER
VICEPRESIDENT/SECRETARY
14520 Lincoln Blvd.
Miami, FL 33176

Only the shareholders shall be the directors of this corporation.

ARTICLE VIII CORPORATE RESOLUTIONS

All corporate resolutions and legal documents require the signatures of two officers one of which shall be the Vicepresident/Treasurer.

ARTICLE VII INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

HAZIM I. TARSHA
14520 Lincoln Blvd.
Miami, Florida 33176

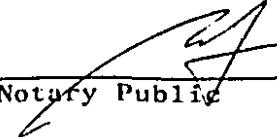
IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 28th, day of June, 1995.

X 
Hazim I. Tarsha

STATE OF FLORIDA)

COUNTY OF DADE)

THE FOREGOING instrument was acknowledged and sworn to before me this 28th day of June, 1995 by Hazim I. Tarsha of 14520 Lincoln Blvd. Miami, FL 33176.


Notary Public

My commission expires:

Seal:

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organization 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: NAZEEER CORP.
2. The name and address of the registered agent and office is:

HAZIM TARSHA
14520 Lincoln Blvd.
Miami, FL 33176

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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Hazim Tarsha
Title: Registered Agent
Date :

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


Signature

Date: 6-28-95