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SUITE A
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OF COUNSEL
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August 10, 1995

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VIA FEDERAL EXPRESS

Secretary of State
Division of Corporation
409 E. Gaines Street
Tallahassee, Florida 32301

EFFECTIVE DATE
8-10-95

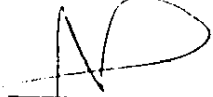
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1995 AUG 11 AM 11:14
SECRET
TALLAHASSEE, FLORIDA

To Whom it May Concern:

Enclosed herewith, please find the Articles of Incorporation for USHA, INC., and our check in the amount of \$70.00 representing payment for the filing fee and registered agent's fee.

Sincerely,

MILLER & PONN, P.A.


Dennis Ponn

DP/mg

Enclosures

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*****70.00 *****70.00

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ARTICLES OF INCORPORATION OF

USHA, INC.

ARTICLE I

CORPORATE NAME

The name of this corporation shall be:

USHA, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue a maximum of One Hundred (100) Shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent, Registered

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TALLAHASSEE

office in the State of Florida, and mailing address shall be:

USHA SURANA
12805 S.W. 105 Terrace
Miami, Florida 33186

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTOR

The Initial Director shall hold office until the first annual meeting of the Stockholders. The name and post office address of the Initial Director of the Corporation is:

USHA SURANA
12805 S.W. 105 Terrace
Miami, Florida 33186

ARTICLE VII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

USHA SURANA
12805 S.W. 105 Terrace
Miami, Florida 33186

ARTICLE VIII

COMMENCEMENT OF CORPORATE EXISTENCE

The Corporate existence shall commence upon

the date of subscription and acknowledgment herein.

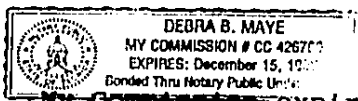
THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

By: Usha Surana
Usha Surana

STATE OF FLORIDA
COUNTY OF DADE

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, USHA SURANA, to me known to be the authorized signatory of the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me under oath that she executed said Articles of Incorporation and produced the following form of identification: Florida driver's license.

WITNESS my hand and official seal at said County and State, this 8th day of August, 1995.



My Commission expires:

Debra B. Maye
Notary Public

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Usha Surana
Usha Surana

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SECRETARY OF STATE