

Aj's P 96 0000 37181
International INC

4524 Gun Club Road, #102, W.P.B., FL 33415

407/471-0400

ACCOUNTING • TAXES • FINANCE

April 22, 1996

SECRETARY OF STATE
DIVISION OF CORPORATION
P.O. BOX 6327
TALLAHASSEE, FL 32314

RECEIVED
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

Dear Sir:


Enclosed please find in duplicate the Articles Of Incorporation of
R M S CORPORATION OF PALM BEACH. We would appreciate
your cooperation in processing these papers and returning to us their
Charter. We have enclosed a check for the total of \$ 70.00 covering
expenses as follows:

Filing Fees.....	\$ 35.00
Registered Agent Designation...	35.00
Total	<u>\$ 70.00</u>

FILED
APR 25 PM 12:48
DIVISION OF STATE
TALLAHASSEE, FLORIDA

If you need further information please let us know.

Sincerely,



Arvind B. Ajinkya
President

Encl.

F. CHESSEB APR 30 1996

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I, NAME

The name of this corporation shall be:

R M S CORPORATION OF PALM BEACH

ARTICLE II, NATURE OF BUSINESS

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

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) Shares of common stock, of One Dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than One Hundred (\$100.00) Dollars.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in the State of the principal Office of the Corporation shall be:

1577 FERNGRAN AVE., WEST PALM BEACH, FL 33415

The Board of Directors may from time to time move the principal office to any other address in Florida.

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TALLAHASSEE, FLORIDA

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE Director(s) initially.

The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director of this Corporation:

RAMESH SADARANGANI 1577 MERRICAN AVE., WEST PALM BEACH FL 33415

ARTICLE VIII, INCORPORATOR

The names and addresses of the Incorporators:

ARVIND AJTNKYA 4524 GUN CLUB RD., # 102, WEST PALM BEACH FL 33415

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and Shareholders.

ARTICLE X, AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, RAMESH PADARANGAN located at
1577 BERNCRAN AVE. WEST PALM BEACH FL. 33415
accepts this position as signed below:

X Ramesh Sadurangani

The Registered Office will be located at 1577 BERNCRAN AVE.,
WEST PALM BEACH FL. 33415

X Ramesh Sadurangani

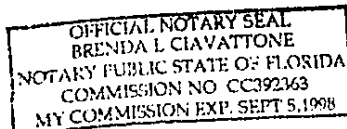
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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, as subscribing incorporators, have hereinto set our hands and seals this 22nd day of APRIL, 1996 for the purpose of forming this Corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

X [Signature]

SWORN TO AND SUBSCRIBED BEFORE ME

THIS 22nd, DAY OF April 1996



[Signature]

NOTARY PUBLIC