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11-2529-7 PONDER'S INC., THOMASVILLE, GA.

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THANK YOU from Your Capital Connection

# ARTICLES OF INCORPORATION OF JAY GANESH, INC.

FIRST AND OF THE OF

The undersigned incorporator, for the purpose of forming a particle corporation under the Florida Business Corporation Activities of Incorporation.

# ARTICLE I

# NAME, PRINCIPAL PLACE OF BUSINESS AND DURATION

The name of the Corporation is JAY GANESH, INC. The principal place of business of the Corporation is 2426 13TH STREET ST. CLOUD, FL.34769. The duration of the Corporation is perpetual.

# ARTICLE II

# REGISTERED OFFICE AND AGENT

The address of the registered office in the state of Florida is 2426 13TH STREET in the city of ST. CLOUD in the County of OSCEOLA. The name of the registered agent at such address is RAKESH PATEL.

#### ARTICLE III

# CORPORATE PURPOSE, POWERS AND RIGHTS

- 1. The nature of the business to be conducted or promoted and the purpose of the Corporation are to engage in any lawful act or activity for which Corporation may be organized under the Business Corporation Act of Florida.
- 2. In furtherance of its corporate purpose, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Business Corporation Act of Florida.

# ARTICLE IV

# CAPITAL STOCK

1. The total number of shares of capital stock which the Corporation has the authority to issue is 1000 shares of Common Stock ("Common Stock"), \$ 1.00 par value per share of which the following are issued and outstanding in the name of the following stockholders.

RAKESH PATEL

NAME

NO OF SHARES

100 SHARES

- 2. The designations, voting powers, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions of the above stock are as follows:
- (a) The holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.
- In the event of voluntary or involuntary liquidation, dissolution of assets or winding up of the corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell transfer or otherwise dispose of all or any part of such remaining assets to any other Corporation, trust or other entity and receive payment therefor in cash, stock or obligations of such other Corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other Corporation, or the merger of any other Corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purpose of this paragraph.
- (c) Each holder of Common Stock has one vote with respect to each share of common stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders.
- (d) The private property of the shareholders of this Corporation shall not be subject to the payment of Corporate debts, except to the extent of any unpaid balance of subscripition of shares.
- (a) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("shareholders"), does there by consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended restricted, enlarged, or of United States herein after adopted which have reference to or affect corporation, such securities, or such person if any; and that the Corporation, reserves the rights to transactany business of the Corporation, to alter, amend or repeal these articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

# ARTICLE V

## INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is RAKESH PATEL 1089 S. HIAWASSEE RD. ORLANDO, FL. 32835. The power of the incorporator shall terminate upon the filling of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

# ARTICLE VI

# BOARD OF DIRECTORS

The number of directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one (1) director. Each director shall serve until the next annual meeting of shareholders.

If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy untill the next meeting of shareholders.

The name and mailing address of the person who shall serve as directors of the Corporation untill the first annual meeting of the shareholders are as follows:

<u>NAME</u>	<u>ADDRESS</u>
VINAY JOSHI	1089 S. HIAWASSEE RD.
PRESIDENT	ORLANDO, FL. 32835
RAKESH PATEL VICE PRESIDENT SECRETARY	1089 S. HIAWASSEE RD. ORLANDO, FL. 32835
YOGESH PATEL	1089 S. HIAWASSEE RD.
TREASURER	ORLANDO, FL. 32835

# ARTICLE VII

# AMENDMENTS

This corporation reserves the rights to amend or repeal any provision contained in this Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEROF the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED: May 320	,1996.
J	Affecte (SEAL)
	RAKESH PATEL INCORPORATOR/REGISTERED AGENT

COUNTY OF Seminole ) ss.

Be it remembered, that on this 3 day of May, 1996 personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments RAKESH PATEL, a party to the foregoing Articles of Incorporation, personally known or produced identificiation, type of identificiation produced — M.A. and I having first made known to him the contents of said Articles, he did acknowledge that he signed, Sealed and delivered the same as his voluntary act and deed.

Given under my hand seal of office the day and year aforesaid.

DINESH R. CHOKSHI
My Corner Exp. 8/02/97
Bonded By Service Ins
No. CC304422

Persody Korner | Hotel B.

NOTARY PUBLIC

NAME OF NOTARY

96 MAY - 6 AM II: 07
TALLAMASSEE FEORIDA

#### DESIGNATION

AS.

#### REGISTERED AGENT

In compilance with Section 48.091, and Section 607.034, Florida Statues, the following is submitted:

That JAY GANESH, INC. desiring to organize under the laws of the State of Florida, with its principal office at 2426 13TH STREET ST. CLOUD FL. 34769 has named RAKESH PATEL located at 2426 13TH STREET ST.CLOUD FL. 34769 as agent to accept service of process in the State of Florida.

# ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

(RAKESH PATEL)
INCORPORATER/REGISTERED AGENT

PITAL CONNECTION (LECOPOSS 6 19

CAPITAL CONNEC 417 E. Virginia St., Suite 1, Tallalussee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahussee, 14, 32302 TOLL PREB No. 1-800-342-8062 FAX (904) 222-1222 C.C. FEE. DISSUMBED Capital Express\*\* Art. of Inc. File .. NAME \_\_\_\_\_ Corp. Record Senich FIRM . Ltd. Partnership File ADDRESS \_\_\_\_\_ " Foreign Corp. File ( ) Cort. Copy(s). Art, of Amend, File PHONE ( Dissolution/Withdrawal CU8. Ficilitous Name File Service: Top Priority \_\_\_\_\_ Regular\_ One Day Service Two Day Two Day Service \_\_\_\_ Return via . Rog. Agent Service Matter No.: \_\_\_\_\_ Express Mail No. -**Document Filing** State Fee \$ \_\_\_\_\_\_ Our \$ \_ Corporate Kit Vehicle Search **Driving Record** Document Retrieval £.35°Tk5'bb UCC 1 or 3 File UCC 11 Search UCC 11 Patrioval rri..., \_ File No.'s, \_ \_\_\_Copies # u t Courier Service \_\_\_ Shipping/Handling Phone ( ) Top Priority Express Mail Prep. \_ FAX ( ) pgs. SUBTOTALS N. HENDRICKS NOV - 6 1996DISBURSED..... SURCHARGE..... TAX on corporate supplies..... SUBTOTAL..... REQUEST CONFIRMED **APPROVED** PREPAID..... BALANCE DUE.....

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THANK YOU
from
Your Capital Connection

11-2579-7 PONDERS INC., THOMASVILLE, GA



November 5, 1996

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: JAY GANESH, INC. Ref. Number: P96000038679

We have received your document for JAY GANESH, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The address listed for the registered agent must be consistent throughout the document.

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) 487-6903.

Letter Number: 596A00050703

Nancy Hendricks Corporate Specialist

# CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF JAX GANESH, INC.



Pursuant to the provisions of the Florida Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

#### ARTICLE I

The name of the corporation is <u>JAY GAMESH.INC</u>. The following amendments to the Articles of Incorporation was adopted by the shareholders of the corporation on <u>October 31.1996</u>.

The amendment alters or changes Article I PRINCIPAL PLACE OF BUSINESS II REGISTERED OFFICE AND AGENT IV CAPITAL STOCK VI BOARD OF DIRECTORS of the original Articles of Incorporation are as follows:

#### SKTICLE I

The principal place of business of the Corporation is 1335 N WOODLAND AVE DELAND F1 32720.

#### ARTICLE II

The address of the registered office in the state of Florida is 1089 S. Hiwassee Rd. # 313 Orlando, FL 32835.

The name of the registered agent at such address is RENUKA R. PATEL.

#### ARTICLE IV

Out of 1000 authorised shares of common stock, the following are issued and outstanding shares in the name of the following stockholders.

KAME

NO OF SHARES

RENUKA PATEL

100 SHARES

#### ARTICLE VI

The name and mailing address of the person who resign as a director and officer of the Corporation are as follows:

# NAME

#### ADDRESS.

VINAY JOSHI PRESIDENT 1089 S. HIAWASSEE RD ORLANDO FL 32835

RAKESH PATEL VICEPRESIDENT/SECRETARY 1089 S. HIAWASSEE RD ORLANDO FL 32835

The name and mailing address of the person who shall serve as director of the Corporation untill the first annual meeting of the stockholder are as follows.

## NAME

#### ADDRESS

RENUKA R PATEL PRESIDENT/SECRETARY

1009 S.HIAWASSEE RD #313 ORLANDO FL 32035

YOGESH PATEL VICEPRESIDENT/TREASURER

1089 S.HIAWASSEE RD #313 ORLANDO FL 32835

The name and address of the Registered Agent:

RENUKA PATEL 1089 S.HIWASSEE RD #313 ORLANDO FL 32835

Having been named to accept service of process for the above named Corporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

RENUKA PATEL
REGISTERED AGENT

Dated 10/3/196 ,19

JAY GANESH, INC.

President RENUKA PATEL

Secretary RENUKA PATEL