

P9600050057

WRIGHT, FULFORD, MOORHEAD & BROWN, P.L.L.C.

ATTORNEYS

145 NORTH MAGNOLIA AVENUE
P. O. BOX 2828
ORLANDO, FLORIDA 32802

96 JUN 10 AM 7:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DONALD F. WRIGHT
WM. PATRICK FULFORD
TIMOTHY R. MOORHEAD
CURTIS L. BROWN

(407) 428-0234
TELE-FAX
(407) 428-0200

June 6, 1996

Office of the Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000001857070
-06/11/96--01001--016
****122.50 ****122.50

RE: NEJD INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for the above entity for filing with the State. I have additionally enclosed my firm draft in the amount of \$122.50, which I understand is your fee for same.

If there is any question or problem concerning this matter, please do not hesitate to contact my office. Thank you for your attention to the enclosed.

With kindest regards, I remain,

Very truly yours,

Wm. Patrick Fulford
Wm. Patrick Fulford

WPF/jdm/1097-6
enclosed as stated

"Signed in Mr. Fulford's
absence to avoid delay."

WPF 6/12/96

ARTICLES OF INCORPORATION
OF
NEJD INTERNATIONAL, INC.

FILED

96 JUN 10 AM 7:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of this corporation shall be *NEJD INTERNATIONAL, INC.* The principal place of business and mailing address of *NEJD INTERNATIONAL, INC.*, shall be 4900 East Lake Drive, Winter Springs, Florida, 32708.

ARTICLE II
AUTHORIZED STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value Common Stock.

ARTICLE III
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the corporation.

ARTICLE IV
INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Wedad Nazer

4900 East Lake Drive
Winter Springs, Florida 32708

ARTICLE V
PREEMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights as set forth in Florida Statute §607.0630(2).

ARTICLE VI
INITIAL REGISTERED OFFICE,
REGISTERED AGENT AND RESIDENT AGENT

The street address of the initial registered office of this Corporation is 145 North Magnolia Avenue, Orlando, Florida, 32801. The name of the initial Registered Agent and Resident Agent of the Corporation is Wm. Patrick Fulford, Esquire.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Wedad Nazer	4900 East Lake Drive Winter Springs, Florida 32708
Ameen Badawi	200-171 Maitland Avenue Altamonte Springs, Florida 32701
Liane Giuffre Nazer	4900 East Lake Drive Winter Springs, Florida 32708

ARTICLE VIII
PURPOSE

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

ARTICLE IX
INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X
DURATION

This corporation shall have perpetual existence.

ARTICLE XI
RESTRICTIONS ON TRANSFER OF STOCK

This corporation is authorized to place restrictions upon any stock authorized or issued by this Corporation and to enter into agreement with stockholders concerning any stock authorized or issued by this corporation in the following respects:

1. The transferability or assignment of such stock.
2. The preemptive right of the corporation or other stockholders to purchase such stock as a condition precedent to its issue, transfer or assignment.
3. The redemption or purchase of such stock by the Corporation.
4. The sale, pledge, and involuntary transfer of such stock.

ARTICLE XII
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of June, 1996, and this date the undersigned adopts these Articles of Incorporation.


WEDAD NAZER

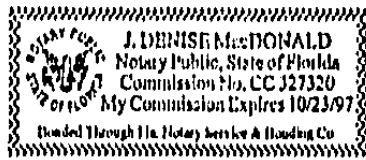
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared WEDAD NAZER, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed. He is (personally known) to me or produced (personally known) as identification. WEDAD NAZER (did)/(did not) take an oath.

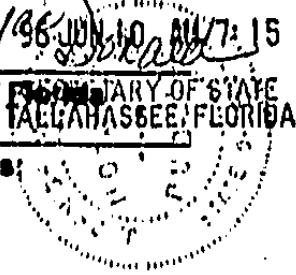
IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the

State and County aforesaid, this 6th day of June, 1996.

FILED



J. Denise MacDONALD
Notary Public, State of Florida
10-23-97
My commission expires: _____



ACCEPTANCE

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open.

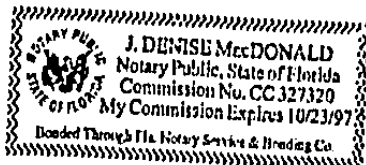
WM. PATRICK FULFORD

WM. PATRICK FULFORD, ESQUIRE

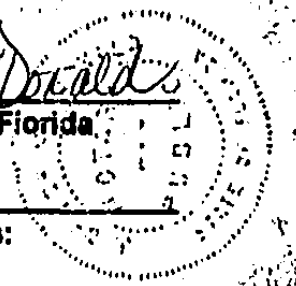
**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **WM. PATRICK FULFORD**, well known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed. He is personally known to me or produced (personally known) as identification. **WM. PATRICK FULFORD** (did)/(did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 6th day of June, 1996.



J. Denise MacDONALD
Notary Public, State of Florida
10-23-97
My commission expires: _____



P96000050057

WRIGHT, FULFORD, MOORHEAD & BROWN, P. A.

ATTORNEYS

145 NORTH MAGNOLIA AVENUE
POST OFFICE BOX 2828
ORLANDO, FLORIDA 32802-2828

(407) 425-0234
TELE-FAX
(407) 425-0200

DONALD F. WRIGHT

September 17, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900002300269--5
-09/22/97--01172--019
***35.00 ***35.00

Re: Nejd International, Inc.
Our File # 1097-6

To Whom It May Concern:

Enclosed please find original and one (1) copy of Articles of Dissolution, along with my check in the amount of \$35.00.

Also enclosed is a stamped, self-addressed envelope for your use in returning a copy of the Articles of Dissolution to me.

Thank you for your attention to this matter.

Very truly yours,

Barbara Fowler, Legal Assistant to
Wm. Patrick Fulford

baf
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP 22 PM 3:35

FILED

See
9/25

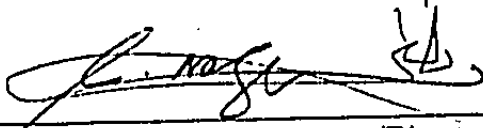
Vol. Diss.

ARTICLES OF DISSOLUTION
OF
NEJD INTERNATIONAL, INC.

FILED
97 SEP 22 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMES NOW the Directors of NEJD INTERNATIONAL, INC., corporation, and files this ARTICLES OF DISSOLUTION, and would set forth the following in compliance with Fla. Stat. § 607.1401:

1. That the name of the Corporation is NEJD INTERNATIONAL, INC.
2. That the date of filing of its Articles of Incorporation--June 10, 1996; Document No. P96000050057.
3. That the Corporation has not commenced business since the filing of its Articles of Incorporation.
4. That no debt of the Corporation remains unpaid.
5. That no shares of stock were ever issued.
6. That a majority of the Incorporators and Directors authorized this Dissolution in accordance with Fla. Stat. § 607.1401, at a Special Meeting held on July 16, 1997.



WEDAD NAZER, Incorporator/Director
CHAIRMAN