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WELLS, METZGER & STANTON, P.A.
ATTORNEYS AT LAW

KURT WELLS
(305) 488-0000
UMBULA METZGER
PAUL H. STANTON

REPLY TO:
MIAMI ()
ORLANDO ()

REF TO FILE NO

6800 SOUTH DIXIE HIGHWAY
SUITE 202
MIAMI, FL 33143
PHONE:
(305) 888-0000 / 888-0070
FAX (305) 888-0781

500 N.W. 2nd AVENUE
ORLANDO, FL 32874
PHONE: (407) 763-4133
FAX (407) 763-8035

June 24, 1996

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***122.50 ***122.50

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

Re: Sathdan, Inc.

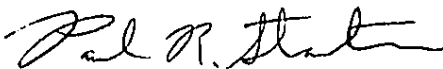
Dear Sir or Madam:

Enclosed please find an original and copy of Articles of Incorporation for Sathdan, Inc., together with my check in the amount of \$122.50.

Please have these documents filed and return a copy of the Articles, Certificate of Good Standing and charter number to this office.

Thank you for your cooperation.

Very truly yours,



PAUL R. STANTON
PRS/mh
Enc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN 26 AM 11:33

FILED

PRH
6/27/96

ARTICLES OF INCORPORATION

OF

SATHDAN , INC

FILED
96 JUL 26 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is :

SATHDAN , INC.

The address of the principal office of this corporation is 2808 North 46 Avenue, No. E-350, Hollywood, Florida 33021 and the mailing address for the corporation shall be the same.

ARTICLE II - DURATION

The duration of this corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - COMMON SHARES

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value, which shall be designated common shares.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8603 South Dixie Highway, Suite 207, Miami, Florida 33143. The name of the initial registered agent of this corporation at this address is Ursula Metzger.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by Bylaws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

Bernice Kahn
2808 North 46th Avenue, No. E-350
Hollywood, Florida 33021

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

Ursula Metzger 8603 South Dixie Highway
 #207
 Miami, Florida 33143

FBI

ARTICLE IX - BYLAWS

96 JUN 26 AM 11:34

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and shareholders. TALLAHASSEE, FLORIDA

ARTICLE X - SHAREHOLDER APPROVAL FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th day of June, 1996.

Ursula Metzger
Ursula Metzger, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Ursula Metzger known to me and known to me by be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of June, 1996.

OFFICIAL NOTARY SEAL
KATHY COF
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC325575
MY COMMISSION EXPIRES DEC. 5, 1997

Kathy Coe
Notary Public, State of Florida

REGISTERED AGENT ACCEPTANCE

The undersigned Registered Agent hereby accepts her appointment as Registered Agent of the corporation.

Ursula Metzger
Ursula Metzger