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SECRET
TALLAHASSEE, FLORIDA
AUGUST 20, 1996

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

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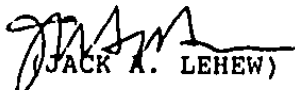
RE: ATHARI INTERNATIONAL, INC.

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF ARTICLES
OF INCORPORATION, TOGETHER WITH MY CHECK IN THE AMOUNT OF
\$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED COPY
OF ARTICLES OF INCORPORATION AND FEE FOR REGISTERED AGENT
DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS,


(JACK A. LEHEW)

ATHARI INTERNATIONAL, INC.
5422 THERESA ROAD
TAMPA, FLORIDA 33615

24
829-96

**ARTICLES OF INCORPORATION
OF**

ATHARI INTERNATIONAL, INC.

The undersigned subscriber(s) to their Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the state of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is :

----- **ATHARI INTERNATIONAL, INC.** -----

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of one Dollar(s) (\$ 1.00) per value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME ATHARI INTERNATIONAL, INC.
ADDRESS 5422 THERESA ROAD
CITY TAMPA , FLORIDA ZIP 33615-3812

The name and street address of the Initial Registered Agent of this corporation is:

NAME JACK A. LEHEW
ADDRESS 5422 THERESA ROAD
CITY TAMPA , FLORIDA ZIP-- 33615-3812

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TAMPA
FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) 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 director(s) of the corporation are as follows:

NAME ATHAR JAVED
ADDRESS 5934 S.E. ABSHIER BLVD.
CITY BELLEVIEW, FLORIDA ZIP 34420

NAME _____
ADDRESS _____
CITY _____, FLORIDA ZIP _____

NAME _____
ADDRESS _____
CITY _____, FLORIDA ZIP _____

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME ATHAR JAVED
ADDRESS 5934 S.E. ABSHIER BLVD.
CITY BELLEVIEW, FLORIDA ZIP 34420

NAME _____
ADDRESS _____
CITY _____, FLORIDA ZIP _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20th day of AUGUST, 1996.

INCORPORATOR(S):


(Signature)

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SEC. OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

ATHARI INTERNATIONAL, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 5422 THERESA ROAD
TAMPA, FL 33615-3812

has named JACK A. LEHEW
located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


(JACK A. LEHEW)