

P97000005089



ACCOUNT NO. : 072100000032

REFERENCE : 222720 10690A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 15, 1997

ORDER TIME : 10:32 AM

ORDER NO. : 222720-005

CUSTOMER NO: 10690A

CUSTOMER: David N. Glassman, Esq
WATSON SOILEAU DELEO & BURGETT

Suite C
1970 Michigan Avenue
Cocoa, FL 32922

FILED
97 JAN 15 AM 10:40
SECRET
TALLAHASSEE, FLORIDA

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-01/15/97--01082--009
*****120.00 *****120.00

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-01/15/97--01082--010
*****2.50 *****2.50

DOMESTIC FILING

NAME: JAY THREE AMBAY, INC.
~~SHIV SHAKTI, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

RECEIVED
97 JAN 15 PM 1:09
DIVISION OF CORPORATION

W97-1115
KR 1.16
1.17.97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 16, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: SHIV SHAKTI, INC.
Ref. Number: W97000001115

RESUBMIT
Please give original
submission date as file date.

We have received your document for SHIV SHAKTI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 497A00002266

ARTICLES OF INCORPORATION
OF

JAY PHREE AMBAY, INC.

FILED
97 JAN 15 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is JAY PHREE AMBAY, INC.

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these articles are filed with the Secretary of State.

Article III - Purpose

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

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of \$1.00 par value common stock.

Article V - Preemptive Rights

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase a 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 200 N. Cocoa Boulevard, Cocoa, FL 32922.

The name of the initial registered agent of this corporation at that address is Manhar Patel.

The principal office of this corporation is 200 N. Cocoa Boulevard, Cocoa, FL 32922.

Article VII - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time pursuant to the bylaws but shall never be less than one. The name and address of the initial directors of this corporation are Manhar Patel, 200 N. Cocoa Boulevard, Cocoa, FL 32922 and Praful Patel, 200 N. Cocoa Boulevard, Cocoa, FL 32922.

Article VIII - Incorporator

The name and address of the person signing these articles is Manhar Patel, 200 N. Cocoa Boulevard, Cocoa, FL 32922

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the stockholders.

Article X - Compensation of Directors

The stockholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

Article XI - Indemnification


The corporation shall indemnify any officer or director, or any former officer or director, acting in the scope of his employment with Shiv Shakti, Inc. to the full extent permitted by law.

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 stockholders is subject to this reservation.

Article XIII - Acceptance of Registered Agent

Having been named to accept Service of Process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.



Manhar Patel
Registered Agent

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 13th day of January, 1997.



Manhar Patel
Subscriber

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation were sworn to and subscribed before me this 13th day of January, 1997, by MANHAR PATEL who is personally known to me or who has produced Florida Drivers License Number P 340-558-74-012-0 as identification and who did/did not take an oath.

Notary Public:



DAVID N GLASSMAN
My Commission CC407755
Expires Sep. 18, 1998
Bonded by HAI
800-422-1555

David N. Glassman
Name: David N. Glassman
State of Florida at Large (SEAL)
My Commission Expires:

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97 JAN 15 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA