

JAN-27-97 MON 9:54 AM THE COMPANY CORPORATION

FAX NO. 302 575 0440

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TO: DIVISION OF CORPORATIONS
(904)922-4001

FAX #:

FROM: THE COMPANY CORPORATION
076660001006
CONTACT: REGINA CEPHAS
PHONE: (302)575-0440
(302)575-1346

ACCT#:

FAX #:

NAME: SHANGRI-LA ARABIANS INC.

AUDIT NUMBER.....H97000001476

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

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ARTICLES OF INCORPORATION
OF

SHANGRI-LA ARABIANS INC.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST:** The name of the corporation shall be SHANGRI-LA ARABIANS INC.
- SECOND:** The address of the initial registered office of the corporation is 617 N. Magnolia Avenue, Orlando, FL 32801. The name of the agent at said address is Gary Michael.
- THIRD:** The principal address of the corporation is 8100 Lake Ross Lane, Sanford, FL 32801.
- FOURTH:** The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations be organized under the Florida Business Corporation Act.
- FIFTH:** The total authorized stock of this corporation is divided into 100 shares at no par value.
- SIXTH:** The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Gary Michael - 8100 Lake Ross Lane, Sanford, FL 32801
- SEVENTH:** The duration of the corporation is perpetual.
- EIGHT:** This is a Close Corporation.
- NINTH:** The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Alison Kochie-1313 W. Market St.,
Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 22nd day of January, 1997.

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 22nd day of January, 1997 by Alison Kochie.


Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC STATE OF DELAWARE
MY COM. EXPIRES OCT. 6, 2000

This document was prepared by Alison Kochie, 1313 Market Street,
Wilmington, DE 19801 (302) 575-0440

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this SHANGRI-LA ARABIANS INC.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of SAFORD, State of
Florida, has named GARY MICHAEL located at
GARY MICHAEL, 617 N. MAGNOLIA,
ORLANDO, FL 32801 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated
corporation, at the place designated in this Certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.

Gary Michael

Date

1/13/97

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