

January 10, 1997

997000018862

Secretary of State  
Corporation of Division  
State of Florida  
Tallahassee  
Florida 32304

800002073718--7  
-01/30/97--01056--004  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Vishal Associates  
Registration of New Company

Enclosed herewith are the Articles of Incorporation together with a copy of the Articles of Incorporation for VISHAL ASSOCIATES Inc. Attached, please find the amount of (122.50) one hundred and twenty two dollars and fifty cents.

The application for Employee Identification Number has been applied for.

Respectfully Submitted

*Derek Jhagroo*  
.....  
Derek Jhagroo  
Incorporator

FILED  
97 FEB 28 PM 12: 26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2/3/97  
TB  
697-2630  
636/



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 3, 1997

DEREK JHAGROO  
900 SO STATE ROAD SEVEN  
PLANTATION, FL 33317

SUBJECT: VISHAL ASSOCIATES, INC.  
Ref. Number: W97000002630

We have received your document for VISHAL ASSOCIATES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 597A00005523

January 10, 1997

Secretary of State  
Corporation of Division  
State of Florida  
Tallahassee  
Florida 32304

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91 FEB 28 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Vishal Associates  
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Derek Jhagroo  
Incorporator

Attention. Terri Buckley  
Corporate Specialist  
Division of Corporation, State Of Florida

Re; Submission of Article of Incorporation for VISHAL ASSOCIATES, INC.

Please find requested information pertaining to the registered office of the referenced corporation.

SIGNED.  .....

Derek Jhagroo  
February 18, 1997

FILED  
97 FEB 28 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE OF CORPORATION**

**VISHAL ASSOCIATES INC.**

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THE UNDERSIGNED SUBSCRIBED TO THESE **ARTICLES OF INCORPORATION**. A NATURAL PERSONS. COMPETENT TO CONTRACT, HEREBY FORM A FLORIDA CORPORATION. UNDER THE LAWS OF THE STATE OF FLORIDA

**ARTICLE 1**

**NAME:** THE NAME OF THE CORPORATION SHALL BE: **VISHAL ASSOCIATES INC.**

**ARTICLE 11**

**PURPOSES:** THE PURPOSE FOR WHICH THIS CORPORATION IS FORMED , AND THE BUSINESS OBJECTIVES TO BE CARRIED OUT AND PROMOTED BY IT. IS TO CONTRACT OR TRANSACT ANY ANY ALL LAWFUL BUSINESS FOR WHICH A CORPORATION MAY BE INCORPORATED UNDER CHAPTER #607 OF THE FLORIDA STATUTES AND THE LAWS OF FLORIDA.

**ARTICLE 111**

**CAPITAL STOCK:** THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION IS TO HAVE OUTSTANDING AT ANY GIVEN TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK. WHICH SHOULD HAVE A NOMINAL PAR VALUE OF ONE DOLLAR (1:00) PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARES OF STOCK . SHALL BE FIXED BY THE BOARD OF DIRECTORS. BUT IN NO EVENT SHALL IT BE LESS THAN ONE DOLLAR (1:00).

**ARTICLE 1V**

**TERM:** THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE

**ARTICLE V**

**REGISTERED AGENT & REGISTERED OFFICE & MAILING ADDRESS OF THIS CORPORATION.**

THE REGISTERED AGENT OF THIS CORPORATION SHALL BE IN THE PERSON OF **DEREK JHAGROO** AND THE REGISTERED OFFICE SHALL BE LOCATED AT 5975 WEST SUNRISE BOULEVARD, SUNRISE PROFESSIONAL CENTER, SUITE 209 E, SUNRISE, FLORIDA 33313 OR AT SUCH PLACE THAT IS DETERMINED BY THE BOARD OF DIRECTORS WITH THE APPROPRIATE NOTICE GIVEN TO THE SECRETARY OF STATE OR IN ACCORDANCE WITH THE LAW OF FLORIDA.

**ARTICLE VI**

**DIRECTORS:** THE CORPORATION SHALL HAVE NOT LESS THAN ONE DIRECTOR, OR MORE THAN TWO DIRECTORS AS SET FORTH IN THE BY-LAWS OF THE CORPORATION OR THE LAWS OF THE STATE OF FLORIDA. THE ORIGINAL DIRECTORS ARE:

DEREK V. JHAGROO  
5975 WEST SUNRISE BOULEVARD  
SUITE #209 E  
SUNRISE PROFESSIONAL CENTER  
SUNRISE,  
FLORIDA 33313

LUCY JHAGRU  
5975 WEST SUNRISE BOULEVARD  
SUITE #209 E  
SUNRISE PROFESSIONAL CENTER  
SUNRISE,  
FLORIDA 33313

**ARTICLE VII**

**INCORPORATORS:** THE NAME OF THE INCORPORATORS ARE **DEREK V. JHAGROO & LUCY JHAGRU** OF THE AFOREMENTIONED ADDRESS.

**ARTICLE VIII**

**SPECIAL PROVISION (PROVISO)** ANY ACTION BY THE ANY DIRECTOR OF THIS CORPORATION TAKEN AT ANY MEETING IS VALID AS DETERMINED BY LAW AND THE STATE OF FLORIDA.

**ARTICLE IX**

**INDEMNIFICATION OF OFFICERS AND DIRECTORS OF THE CORPORATION:**

EVERY OFFICER AND EVERY DIRECTOR OF THIS CORPORATION SHALL BE INDEMNIFIED BY THIS CORPORATION AS PERMITTED BY FEDERAL LAWS OR THE LAWS OF THE STATE OF FLORIDA, AGAINST ALL EXPENSES AND LIABILITIES INCLUDING COUNSEL'S FEE, IN CONNECTION WITH ANY BUSINESS TRANSACTION THAT MAY OCCUR IN THE NORMAL LEGAL BUSINESS RELATIONSHIP.

ARTICLE X

AMENDMENT: THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY THE BY-LAWS OF THE CORPORATION AND WITHIN THE CONFINES OF THE LAWS OF THE STATE OF FLORIDA.

IN WITNESS WHERE OF, WE HAVE HERE UNTO SET OUR HANDS AND SEAL IN THE CITY OF PLANTATION, IN THE COUNTY OF BROWARD, IN THE STATE OF FLORIDA THIS 18<sup>th</sup> DAY OF FEBRUARY 1997

SIGNED Derek V. Jhagroo  
DEREK V. JHAGROO  
5975 SUNRISE BOULEVARD  
SUNRISE PROFESSIONAL CENTER  
SUITE #209 E  
SUNRISE,  
FLORIDA 33313

SIGNED Lucy Jhagroo  
LUCY JHAGRU  
5975 SUNRISE BOULEVARD  
SUNRISE PROFESSIONAL CENTER  
SUITE #209 E  
SUNRISE  
33313

STATE OF FLORIDA )

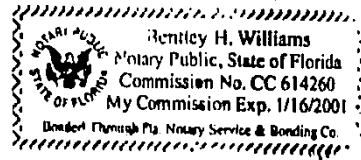
S.S.

COUNTY OF BROWARD )

SWORN AND SUBSCRIBED BEFORE ME THIS 18<sup>th</sup> DAY OF FEBRUARY 1997

SIGNED [Signature]

NOTARY PUBLIC  
STATE OF FLORIDA



**CERTIFICATION OF DESIGNATION**

**FOR**

**REGISTERED AGENT AND REGISTERED OFFICE**

THE NAME OF THE CORPORATION SHALL BE **VISHAL ASSOCIATES INC.** THE NAME OF THE REGISTERED AGENT IS **DEREK V. JHAGROO** AND THE OFFICE OF THE REGISTERED AGENT AND CORPORATION IS **5795 WEST SUNRISE BOULEVARD, SUNRISE PROFESSIONAL CENTER, FLORID33313.**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUES,THE CORPORATION DESCRIBED ABOVE, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA , SUBMITS THE FOREGOING STATEMENT,RELATIVE TO THE INCORPORATION OF **VISHAL ASSOCIATES INC.**

SIGNATURE *Derek V. Jhagroo*  
**Corporate Officer/Secretary**

TITLE.....

DATE 2/15/97.....

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES AND PROCESS BUSINESS TRANSACTION FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY AS REGISTEREAGENT FOR **VISHAL ASSOCIATES INC.**

SIGNED *Derek V. Jhagroo*

DATE 2/15/97.....

FILED  
97 FEB 28 PM 2:06  
STATE OF FLORIDA  
TALLAHASSEE