20003886 RONALD A. LUZIM

A PROFESSIONAL ASSOCIATION 2855 University Drive, Suite 110

CORAL SPRINGS, FLORIDA 33065

TEL: (954) 755-1500 FAX: (954) 755-1688

April 28, 1997

RONALD A. LUZIM

Certified Family & Circuit Court Mediator Member of New York & Florida Bars

via Federal Express

Secretary of State Division of Corporations New Filings Office 409 East Gaines Street Tallahassee, FL 32399

Re: NIKITASHA, INC.

900002158939--6 -04/29/97--01097---012 ****122.50 ****122.50

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation for the above corporation. Please file the original Articles and return a certified copy to me.

A check in the amount of \$122.50 is also enclosed for your fees as follows:

> Filing fee..... \$ 35.00 Certified copy..... 52.50 Registered Agent Fee.. 35.00

> > Total.... \$122.50

Respectfully, yours,

Ronald A. Luzim

RAL/ Encl.

NOTE: SELF-ADDRESSED FEDERAL EXPRESS MAILER/AIRBILL ENCLOSED.

PLEASE HANDLE PRIORITY FILING AND RETURN PROCESSED DOCUMENTS IN ENCLOSED FED. EX. MAILER.

ARTICLES OF INCORPORATION

97 ATR 20 AMIL: 2)

OF

NIKITASHA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME & PRINCIPAL OFFICE

The name of the corporation shall be: NIKITASHA, INC.

The address of the principal office of this corporation shall be: 1440 Coral Ridge Drive, Suite 147, Coral Springs, Florida 33071, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,200 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1440 Coral Ridge Drive, Suite 147, Coral Springs, Florida 33071, and the name of the initial registered agent of the corporation at that address is HAROLD JACOBS.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VIII, DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Director(s), initially. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
DEEPAK KUKREJA	1440 Coral Ridge Drive, Suite 147 Coral Springs, Florida 33071
HEERU KUKREJA	1440 Coral Ridge Drive, Suite 147 Coral Springs, Florida 33071

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: HAROLD JACOBS, 1440 Coral Ridge Drive, Suite 147, Coral Springs, Florida 33071.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this 234 day of ________, 1997.

HAROLD JACOB

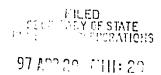
STATE OF FLORIDA SS: COUNTY OF BROWARD The foregoing instrument was acknowledged before me this 234 day of 4, 1947, by HAROLD JACOBS. Personally Known \square OR Notary Public Produced Identification: Print Name: My Commission Expires: Commission No: [type] OFFICIAL NOTARY SEAL CHERYL D SMITH MICH HUMBER 00820315 HON EXPERS FEB. 21,2001

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

HAROLD JACOBS, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607 0505 Florida Statutes.

HAROLD JACOBS (

ASSIGNMENT BY THE SOLE INCORPORATOR OF THE ARTICLES OF INCORPORATION OF NIKITASHA, INC.



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HAROLD JACOBS, as sole incorporator, for value received hereby assigns any and all rights he may have as such incorporator to: DEEPAK KUKREJA and HEERU KUKREJA.

Dated the 234 day of 1997

HAROLD JACOBS