



P97000048100

ALCO Corporate Services, Inc.

Service Company registered with the New York State Secretary of State

Member of the American Translators Association

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Monday, May 05, 1997

300002169753--4
-05/07/97--01084--001
*****78.75 *****78.75

Dear Sir or Madam:

Enclosed you will find two copies of the proposed Articles of Incorporation for
Ganimed, Inc. We have also included a check for \$78.75 and a pre-paid UPS Envelope.
When the documents are filed please return them to us in it.

If you have any questions please contact me at the above number.

Thank you,

Alex V. Abbakoumov

Alexander Abbakoumov

FILED
97 MAY 30 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 12, 1997

ALCO CORP. SERVICES, INC
46 ST ST, 3RD FLOOR
ALBANY, NY 12207

SUBJECT: GANIMED INC.
Ref. Number: W97000010800

We have received your document for GANIMED INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

THE REGISTERED AGENTS PAGE IS A COPY AND IT IS NOT SUITABLE FOR IMAGING. PLEASE SEND A NEW REGISTERED AGENT PAGE WITH ORIGINAL SIGNATURES.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 997A00025089

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GANIMED Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**127 27 Ave.
S.W. Vero Beach, FL 32968**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

200 No Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Patricia Wester Candill
127 27 Ave., S.W. Vero Beach, FL 32968**

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Alexander Abbakoumov
46 State Street, 3rd Floor
Albany, NY 12207**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd day of May, 19 97.

Alex V. Abbakoumov

Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

15 May 1997 2:54PM INFINET
04 24 97 09:43 FAX 1 515 432 0742

FAX: 1 718 7432338

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ALCO CORP SERV

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is. GANIMED INC.

2. The name and address of the registered agent and office is:

Patricia Wester Candill
(NAME)

127 27 Avenue S.W.
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Vero Beach, FL 32968
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Patricia Wester Candill
(SIGNATURE)

5 - 29 - 97
(DATE)