7000100070 THE UNITED STATES

ACCOUNT NO. : 072100000032

REFERENCE:

642514

ORDER DATE: December 19, 1997

ORDER TIME : 9:36 AM

ORDER NO.

CORPORATION

642514-005

CUSTOMER NO:

80289A

CUSTOMER:

Frank C. Whigham, Esq

STENSTROM MCINTOSH COLBERT

WHIGMAN & SIMMONS, P.A.

Sunbank Building

200 W First Street, Suite 22

Sanford, FL 32771

NAME:

KUPAI, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

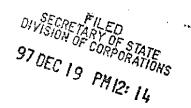
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS:

ARTICLES OF INCORPORATION

OF



KUPAI, INC.

ARTICLE I - NAME

The name of this corporation is **KUPAI**, **INC.** located at 806 Pine Ridge Road, Sanford, FL 32773.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing with the filing of these Articles of Incorporation by the Florida Department of State pursuant to the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business which corporations may conduct pursuant to the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock at \$1.00 par value, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 200 W. First Street, Sanford, Florida, 32771, and the name of the initial Registered Agent of this corporation located at that address is FRANK C. WHIGHAM.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

MITA PATEL

806 Pine Ridge Road Sanford, FL 32773

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

FRANK C. WHIGHAM

200 W. First Street
Sanford, FL 32771

ARTICLE VIII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 195 day of December, A.D.,

FRANK C. WHIGHAM

97 DEC 19 PM12: 14

STATE OF FLORIDA COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me by FRANK C. WHIGHAM, personally known to me, this 174 day of December, A.D., 1997.

(Affix Notarial Seal)

Statistational elides yearon unit bobros EXPIRES: September 30, 1958 WA COMMISSION & CC 323844 PATRICIA W. AUSTIN

Notary Public Print Name: PATRICIA W. AUSTIN

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

HANDS OFF, INC.

In pursuance to Chapter §48.091, Florida Statutes, the . following is submitted in compliance with said Act:

FIRST: That Kupai, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 806 Pine Ridge Road, Sanford, FL, 32773, has named FRANK C. WHIGHAM located at 200 W. First Street. Sanford, 32771, County of Seminole, State of Florida, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above entitled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

WHIGHAM

i:\fcw\corp\Patel'Pradip\Kupai\articles.inc