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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

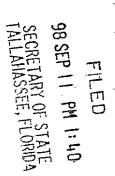
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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

SHAH'S FINANCIAL CONSULTING INC.



The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I -- NAME OF CORPORATION

The name of this corporation is SHAH'S FINANCIAL CONSULTING INC. and its principal place of business shall be located at 721 Riggins Road, Tallahassee, Florida 32308-6221.

ARTICLE II -- TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III -- GENERAL PURPOSES

The general purpose for which the corporation is organized shall be:

to conduct and transact any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

ARTICLE IV -- CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is one hundred (100) shares, which shall be designated as "Common Shares" with a par value of One Dollar (\$1.00) per share.

ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of the corporation in the State of Florida is 721 Riggins Road, Tallahassee, Florida 32308-6221. The name of the initial registered agent of the corporation at such address is MAYANK S. SHAH.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until his successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time pursuant to Bylaws adopted by the shareholders. The name and address of the initial director is as follows:

Name

Address

Mayank S. Shah

721 Riggins Road

Tallahassee, Florida 32308-6221

ARTICLE VII -- OFFICERS

The names and addresses of the initial officer of the corporation, who shall serve until their successors shall be elected or appointed, is:

Name

Address

Mayank S. Shah

721 Riggins Road

Tallahassee, Florida 32308-6221

ARTICLE VIII -- INCORPORATOR

The name and address of the Incorporator signing this article is:

Name

Address

Mayank S. Shah

721 Riggins Road

Tallahassee, Florida 32308-6221

ARTICLE IX -- INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, unless that officer, director breached or failed to perform his duties as an officer or director as permitted by the Florida General Corporation Action.

ARTICLE X -- AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation this the 4th day of September 1998.

MAYANK S. SHAH. Incorporator

STATE OF FLORIDA)

COUNTY OF LEON) ss.:

BEFORE ME, the undersigned authority, personally appeared Mayank S. Shah, to me personally known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument. [Personally known, Oath first Taken]

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of September 1998.

Notary Public, State of Florida

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Mayank S. Shah, as registered agent appointed in accordance with the forgoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts the obligations imposed pursuant to Section 607.325 of the Florida General Corporation Act.

<u>September 4, 1998</u>

DATE

MAYANK S. SHAH, Registered Age

SEP 11 PM 1: 40

CRETARY OF STATE

TORINASSEE FI ORIDA