

P 99 0000 873

TRANSMITTAL LETTER

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

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-09/30/99--01041--018  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Trishna, Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

☒ \$87.50 Filing Fee, Certified Copy, & Certificate of Status

From:

Hitesh Khatri

533 Riviera Drive

Altamonte Springs, Florida 32701

(407) 397-2998

F. CHASSAN OCT 4 1999

## ARTICLES OF INCORPORATION

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

Trishna, Inc. , (hereinafter, "Corporation")

### ARTICLE II PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

### ARTICLE III PRINCIPAL OFFICE

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

533 Riviera Drive  
Altamonte Springs, Florida 32701

### ARTICLE IV INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Hitesh Khatri  
533 Riviera Drive  
Altamonte Springs, Florida 32701

### ARTICLE V OFFICERS

The officers of the Corporation shall be:

President:	Hitesh Khatri
Vice President:	Krupa Khatri
Secretary:	Hitesh Khatri
Treasurer:	Krupa Khatri

whose addresses shall be the same as the principal office of the Corporation.

### ARTICLE VI DIRECTOR(S)

The Director(s) of the Corporation shall be:

Hitesh Khatri  
Krupa Khatri

whose addresses shall be the same as the principal office of the Corporation.

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TALLAHASSEE, FLORIDA

## **ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Hitesh Khatri  
533 Riviera Drive  
Altamonte Springs, Florida 32701

## **ARTICLE VIII SHARES**

8.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is ONE THOUSAND (1,000) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

8.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common share shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

8.3 All holders of shares of common stock, upon the dissolution of Corporation, shall be entitled to receive the net assets of the Corporation.

8.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, any bonds or convertible securities of any nature; provided, however, that Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

8.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in bylaws of the Corporation.

8.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

## **ARTICLE IX SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and the transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any is on file at the principal office of the Corporation.

## **ARTICLE X POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE XI TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

## ARTICLE XII SUBCHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

12.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Subchapter S of Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

12.2 After this Corporation has elected to be an S corporation, none of the shareholders of this Corporation, without the consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

12.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Subchapter S of the Internal Revenue Code of 1986, as amended."

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE XIII REGISTERED OWNER(S)


The Corporation, to the extent permitted by law, shall be entitled to treat the person whose name any share or right is registered on the book of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice hereof.

## ARTICLE XIV BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

## ARTICLE XV AMENDMENT

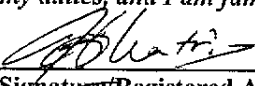
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or amendment hereto are granted subject to this reservation.

  
\_\_\_\_\_  
Signature/Incorporator

9/24/1999

\_\_\_\_\_  
Date

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 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

  
\_\_\_\_\_  
Signature/Registered Agent

9/24/1999

\_\_\_\_\_  
Date