

Scott F. Barnett, J.D., LL.M.
Attorney and Counsel

W96000101728

Midlife Park,
611 West Azeele Street
Tampa, Florida, 33606-2205
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Scott F. Barnett, J.D., LL.M.

November 13, 1996

REPLY TO: THE LANDMARK CENTRE

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****122.50 ****122.50

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Corporation KIN, INC.
Our File No.: 5042/3000/0001

Dear Sir/Madam:

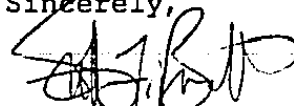
Enclosed please find the following:

1. One original and a copy of the Articles of Incorporation of the above referenced corporation.
2. A check in the amount of \$122.50 made payable to the Secretary of State to cover the appropriate filing fees.

Please file the Articles of Incorporation and return to the undersigned your Certificate of Incorporation and certified copy of the Articles of Incorporation.

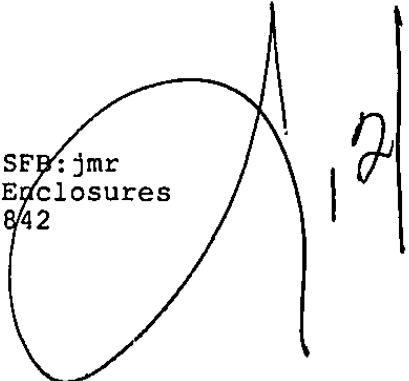
If you have any questions whatsoever, please do not hesitate to contact the undersigned. Thank you in advance for your cooperation.

Sincerely,



Scott F. Barnett

SFB:jmr
Enclosures
842



W96-24527
NA

95 DEC 17 AM 11:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

SCOTT F. BARNETT, Chartered
Attorney and Counselor at Law

The Bay Isle Building
Suite 205
238 East Davis Boulevard
Tampa, Florida 33606-3756
Tel: 813.251.3330
Fax: 813.251.3841
Email: SFBarnett@aol.com

Scott F. Barnett, J.D., LL.M.

December 13, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Corporation : BRYTAM, INC.
Ref. Number: W96000024527

Dear Sir/Madam:

Enclosed please find the following:

1. One original and a copy of the Articles of Incorporation of the above referenced corporation.
2. A copy of your letter informing us of the need to change the name of Kin, Inc.

Please file the Articles of Incorporation and return to the undersigned your Certificate of Incorporation and certified copy of the Articles of Incorporation.

If you have any questions whatsoever, please do not hesitate to contact the undersigned. Thank you in advance for your cooperation.

SCOTT F. BARNETT, Chartered

By: 

SCOTT F. BARNETT, J.D., LL.M.

SFB:sfb
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 19, 1996

SCOTT F. BARNETT, CHARTERED
611 WEST AZEELE ST
TAMPA, FL 33606-2205

SUBJECT: KIN, INC.
Ref. Number: W96000024527

We have received your document for KIN, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 096A00052693

ARTICLES OF INCORPORATION
of
BRYTAM, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLE I
NAME OF CORPORATION

The name of this Corporation is:

BRYTAM, Inc.

ARTICLE II
DURATION OF CORPORATE EXISTENCE

The duration of the Corporation shall be perpetual.

ARTICLE III
PURPOSE OF CORPORATE

The Corporation is formed for the purpose of operating and transacting any and all lawful business.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue 7,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares". Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE V
PRINCIPAL OFFICE

The principal office or mailing address of the Corporation is:

SUITE 112
13615 BRUCE B. DOWNS BOULEVARD
TAMPA, FLORIDA 33613

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

- A. The street address of the initial registered office of this Corporation is:

238 EAST DAVIS BOULEVARD, SUITE 205
TAMPA, FLORIDA 33606-3756

- B. The name of the initial Registered Agent of this Corporation at such address is:

SCOTT F. BARNETT, J.D., LL.M.

ARTICLE VII
INCORPORATOR

- A. The name of the person signing these Articles is:

SCOTT F. BARNETT, J.D., LL. M.

- B. The address of the person signing these Articles of Incorporation is:

238 EAST DAVIS BOULEVARD, SUITE 205
TAMPA, FLORIDA 33606-3756

ARTICLE VIII
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders. Every Amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by a majority of the stock entitled to vote thereon, unless all Directors and all the Shareholders stock sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

ARTICLE IX
REMOVAL OF DIRECTORS

A majority interest of the Shareholders of the stock of this Corporation shall be entitled to remove any Director from office with or without cause during his term.

ARTICLE X
INTERESTED DIRECTORS CONTRACTS

No contract or other transaction between the Corporation and one or more of its Directors or any other Corporation, firm, association, or entity in which one or more of its Directors or officers are financially interested shall be either void or voidable because of such relationship or interest or because such Director or Directors are present at the meeting of the board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or because his or their votes are counted for such purposes, if:

a. The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or

b. The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

c. The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the board, a committee, or the Shareholders.

ARTICLE XI
EXTRAORDINARY ACTION

The affirmative vote of fifty-one percent (51%) of the common stock of the Corporation represented at a meeting at which a quorum is present, shall be required to amend these articles so as to increase or decrease the authorized number of, or change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the various classes of shares; or to merge or consolidate the Corporation with or into any other Corporation or sell,

ACKNOWLEDGMENT OF RESIDENT AGENT

Having been named to accept service of process for BRYTAM, Inc. at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 48.04, Florida Statutes, relative to keeping open said office.



SCOTT F. BARNETT, J.D., LL.M.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA