

Sunstate Beach  
Requestor's Name

PA97000088523  
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. KC Capital, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

500002319925--5  
-10/14/97--01037--032  
\*\*\*\*122.50 \*\*\*\*122.50

Walk in  Pick up time \_\_\_\_\_  
 Mail out  Will wait  Photocopy

Certified Copy  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
97 OCT 14 AM 10:45  
FILED  
97 OCT 14 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/14

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
K C CAPITAL, INC.**

97 OCT 14 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

**ARTICLE I - NAME**

The name of this Corporation is K C CAPITAL, INC. and its address is 1123 Overcash Drive, Dunedin, FL 34698.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of one (\$.01) penny par value common stock, which shall be designated "Common Shares."

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Robert E. Schmidt, Jr.	1123 Overcash Drive Dunedin, FL 34698

**ARTICLE VII - BYLAWS**

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

**ARTICLE VIII - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

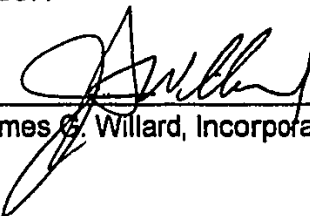
**ARTICLE IX - INCORPORATOR**

The name of the person signing these Articles is James G. Willard and his address is 20 N. Orange Avenue, Suite 1000, Orlando, FL 32801.

**ARTICLE X - AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this <sup>th</sup> 30 day of September, 1997.

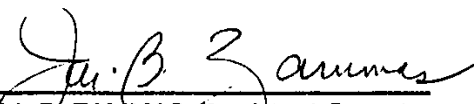
  
\_\_\_\_\_  
James G. Willard, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 23 DAY OF SEPTEMBER, 1997.

CORPORATION COMPANY OF MIAMI

By   
\_\_\_\_\_  
JILL B. ZAMMAS, Assistant Secretary  
for CORPORATION COMPANY OF MIAMI  
(Registered Agent)

MA95 167517.1 - JBZ

FILED  
97 OCT 14 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA