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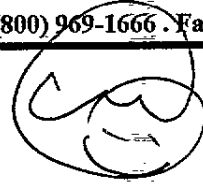
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1.) Kallitoni Enterprises Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: KALLIFONI ENTERPRISES, INC.

ARTICLE II - PRINCIPAL OFFICE

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

11860 E. Colonial Drive
Orlando, FL 32820

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common stock, with no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Legalmark Corporation
4262 Northlake Blvd.
Suite 1231
Palm Beach Gardens, FL 33410

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ARTICLE V - INITIAL DIRECTOR

The names and addresses of the initial members of the corporation's Board of Directors are:

Konstantinos Blougouras
11860 E. Colonial Drive
Orlando, FL 32820

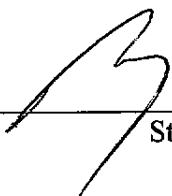
ARTICLE VI - INCORPORATOR

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

BIZCORP INTERNATIONAL INC.
292 S. County Road
Suite 500
Palm Beach, FL 33480

The undersigned incorporator has executed these Articles of Incorporation this 10th day of February, 1999.

BIZCORP INTERNATIONAL INC.

By:  _____
Stephen Levy
(President)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: KALLIFONI ENTERPRISES INC.

2. The name and address of the registered agent and office is:

LEGALMARK CORPORATION
(Name)

4262 Northlake Blvd., Suite 1231
(Address)

Palm Beach Gardens, FL 33410
(City/State/Zip)

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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 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.

LEGALMARK CORPORATION

By: _____


(Signature)

Stephen Levy (Pres.)

Feb. 10, 1999

(Date)