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9237 NW 9th Place

Plantation, Florida 3324

(954) 370-2185

February 22, 2000

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-02/25/00--01064--010
****122.50 ****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

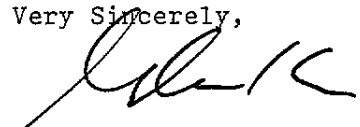
Dear Sirs:

Enclosed are two copies of the Articles of Incorporation of KENNEY & PARTNERS INC. and the appointment of a registered agent for filing purposes.

Also enclosed is a check for \$122.50 to cover charter tax, filing fees, registered agent filing fee, and cost of a certified copy of the articles. Please send a certified copy to me.

Thank you for your prompt attention to this matter.

Very Sincerely,


Glenn D. Kenney

FILED
00 FEB 25 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-6
WC

FLORIDA CORPORATION
KENNEY & PARTNERS INC.
ARTICLES OF INCORPORATION

FILED
00 FEB 25 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby make, subscribe and acknowledge these Articles of Incorporation in order to organize and incorporate a business for profit under the laws of the State of Florida Statutes, Chapter 607.

ARTICLE I - NAME

The name of the corporation is KENNEY & PARTNERS INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business is Consulting Services.

ARTICLE III - DURATION & EXISTENCE

The duration of this corporation shall be perpetual. Corporate existence shall commence immediately upon the subscription and acknowledgement herein to be followed by the filing of the Articles of Incorporation to the Department of State within the five days as allowed by Florida Statute 607.167.

ARTICLE IV - CAPITAL

The amount of Capital with which this corporation will begin business shall be not less than One Thousand Dollars (\$1,000.00).

ARTICLE V- ADDRESS

The initial street address in Florida of the principal office is:
9237 NW 9th Place
Plantation, FL 33324

ARTICLE VI - POWERS

The Corporation may engage in any activity or business permitted under the laws of the United States and shall have the general powers enumerated in 607.011 of the Florida General Corporation Act which Section is incorporated by reference as if fully set forth herein.

ARTICLE VII - CAPITAL STOCK

The capital stock is: 100 shares of Common Stock, \$10.00 par value common voting stock.

ARTICLE VIII - DIRECTORS, OFFICERS AND SUBSCRIBERS

The names and street address of the members of the first Board of Directors of this Corporation, the Officers, and a statement of the number of shares of Common Stock \$10.00 par value which each agreed to take are:

| <u>Name</u> | <u>Address</u> | <u>Director Officer</u> | <u>Shares of Common Stock</u> |
|-----------------|---|-----------------------------|-----------------------------------|
| Glenn D. Kenney | 9237 NW 9th Place Plantation, FL 33324 | President | 100% |

ARTICLE IX - REGISTERED AGENT

Pursuant to 607.034 Florida Statutes, the undersigned designate as its Registered Agent the below to accept service of process:

Glenn D. Kenney
9237 NW 9th Place
Plantation, FL 33324
(954) 370-2185

ARTICLE X - GENERAL

A. Unless otherwise stated in the By-Laws, every stockholder who has the right to vote, shall have the right to vote in person or by proxy.

B. Unless otherwise provided in the By-Laws, no stockholder shall have a pre-emptive right to purchase his pro rata share of new stock.

C. Unless otherwise provided in the By-Laws, cumulative voting shall not be permitted.

IN WITNESS WHEREOF, the undersigned being the Incorporator of KENNEY & PARTNERS INC. Under 607.161 and subscribing to their respective shares of Common Stock \$10.00 par value, have made and subscribed these Articles of Incorporation at Plantation, Broward County, FL 33324 with the Article of Incorporation consisting of three pages, this being the second.

CERTIFICATE OF REGISTERED AGENT

RE: KENNEY & PARTNERS INC.

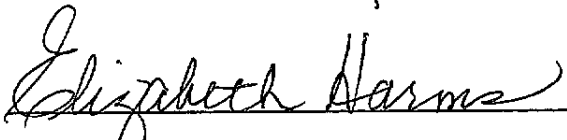
Pursuant to Article IX of the Articles of Incorporation of KENNEY & PARTNERS INC. and in accordance with Florida Statute 607.034 Registered Agent, the undersigned accepts the appointment as Registered Agent of Said Corporation for service of process and as prescribed by Florida Law.



Glenn D. Kenney
9237 NW 9th Place
Plantation, FL 33324
(954) 370-2185

SWORN TO AND SUBSCRIBED before me

this 22 day of Feb, 2000



NOTARY PUBLIC

My Commission Expires:



Elizabeth Harms
MY COMMISSION # CC864357 EXPIRES
September 25, 2003
BONDED THRU TROY FAIR INSURANCE, INC

FILED
00 FEB 25 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Glenn D. Kenney

Glenn D. Kenney
9237 NW 9th Place
Plantation, FL 33324

SWORN TO AND SUBSCRIBED before me this 23 day of Feb. 2000

Elizabeth Harms
NOTARY PUBLIC

My Commission Expires:



Elizabeth Harms
MY COMMISSION # CC864357 EXPIRES
September 25, 2003
BONDED THRU TROY FAIR INSURANCE, INC.