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MICHAEL SEAY WILSON

ATTORNEY AND COUNSELOR AT LAW

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March 1, 2000

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

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*****78.75 *****78.75


Re: Kennison Corp.

Dear Sir or Madam:

Enclosed herewith please find an original and copy of Articles of Incorporation regarding the above reference corporation. Also enclosed you will find a check #1190 in the amount of \$78.75 which represents the filing fee for a profit corporation. Please return a certified copy of the Articles of Incorporation to the office. In the event the corporate name is not available, please notify this office as a second choice is available.

Thank you for your assistance.

Sincerely,


Loneene Atchison, Secretary to
Michael S. Wilson, Esq.

1a
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR - 6 AM 6:49

FILED

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ARTICLES OF INCORPORATION
OF
KENNISON CORP.

FILED
00 MAR - 6 AM 6:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: Kennison Corp. The principal place of business of this corporation shall be 220 Bay Street, Apopka, Florida 32712.

ARTICLE II - NATURE OF BUSINESS

To engage in any and all lawful activities or business.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$100.00 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 815 Orienta Ave., Suite 5, Altamonte Springs, Florida 32701, and the name of the initial registered agent of the corporation at that address is Michael S. Wilson, Esquire.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata

share thereof at the price at which it is offered to others.

ARTICLE VII - VOTING AGREEMENT

Each of the incorporators agree that so long as he holds any shares of this corporation he will vote all of his shares for the election of each of the other incorporators as directors of this corporation unless the other incorporator, before such election, has sold or otherwise disposed of his share of the corporation's stock. Any transfer by an incorporator to himself and his spouse as tenants by the entirety does not relieve any incorporator or his spouse of this obligation under this provision. This provision shall be binding on and shall inure to the benefit of the incorporators and their respective heirs, executors, administrators, legal representatives, and assigns. The transfer of the shares of stock in this corporation shall be restricted and noted thereon as set forth in the Shareholders Agreement executed or to be executed by the shareholders.

ARTICLE VIII - SALE AND ENCUMBERING OF ASSETS

The corporation shall not and may not, by or through any director, officer, or agent; sell, lease, convey, exchange, transfer, or otherwise dispose of all or substantially all of its property and assets without authorization by a resolution unanimously adopted by the members of the Board of Directors, or by written consent of all Directors. This corporation, by and through any officer, director, or agent, shall never mortgage, encumber, or place any other lien on any of its property for any purpose, nor shall it, save for current expenses, incur indebtedness at any time during the term of its existence except with the prior unanimous

approval by resolution or written consent of all directors.

ARTICLE IX - DIRECTORS

This corporation shall have two (2) directors initially. The names and street addresses of the initial members of the Board of Directors are:

STEVEN PEDEMONTI
15 Bayberry Branch
Casselberry, Florida 32707

RICHARD KENNISON
220 Bay Street
Apopka, Florida 32712

ARTICLE X - OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

President/Treasurer

STEVEN PEDEMONTI
15 Bayberry Branch
Casselberry, Florida 32707

Vice President/Secretary:

RICHARD KENNISON
220 Bay Street
Apopka, Florida 32712

ARTICLE XI - INCORPORATORS

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

STEVEN PEDEMONTI
15 Bayberry Branch
Casselberry, Florida 32707

RICHARD KENNISON
220 Bay Street
Apopka, Florida 32712

ARTICLE XII - S ELECTION

The corporation elects to be treated as a small business corporation for income tax purposes, and the incorporators, as sole

shareholders, shall execute a consent to such election.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer, director, or employee of the corporation, or any former officer, director, or employee of the corporation to the full extent permitted by and as set forth in Chapters 607 and 617, Florida Statutes.

ARTICLE XIV - AMENDMENT

The Articles of Incorporation of this corporation may be amended or additional provisions added or adopted by only a unanimous vote or written consent of all of the members of the Board of Directors.

WE, the undersigned, being the incorporators of this corporation, for the purpose of forming this corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 29th day of Feb., 2000.



STEVE PEDEMONTI



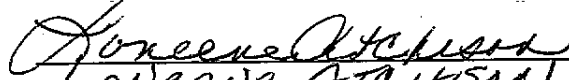
RICHARD KENNISON

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 29th day of Feb., 2000, by STEVEN PEDEMONTI, who is personally known to me or who has produced _____ as identification and who did take an oath.




Loneene Atchison
My Commission CC702338
Expires February 5, 2002



LONEENE ATCHISON
NOTARY PUBLIC, State of Florida
Commission No. AA 762815
My Commission Expires:

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 29th
day of Feb, 2000, by RICHARD KENNISON, who is
personally known to me or who has produced K525745642530
as identification and who did take an oath.

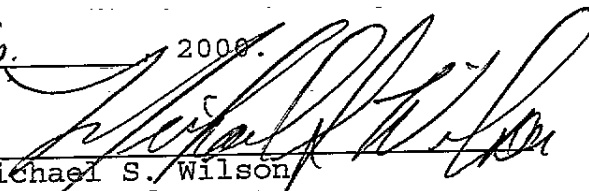
 Loneene Atchison
My Commission CC702338
Expires February 5, 2002

Loneene Atchison
NOTARY PUBLIC, State of Florida
Commission No. _____
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above
stated corporation, at the place designated in the Articles of
Incorporation, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties, and
I accept the duties and obligations of Section 607.325 Florida
Statutes.

Dated this 29th day of Feb. 2000.


Michael S. Wilson
Registered Agent

FILED
00 MAR -6 AM 6:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA