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LEONARD ALTERMAN

ATTORNEY AT LAW

9116 CYPRESS GREEN DRIVE, SUITE 207
JACKSONVILLE, FLORIDA 32256
TELEPHONE (904) 739-3440
FACSIMILE (904) 730-7722

May 3, 2000

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

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-05/05/00-01025--006
*****78.75 *****78.75

Re: The Kimball Group, Inc.

Gentlemen:

I am enclosing an original and one copy of the Articles of Incorporation and Designation of Registered Agent of **The Kimball Group, Inc.** Also enclosed is a check in the amount of \$78.75 as payment for the following amounts:

\$35.00 - Filing Fee
8.75 - Certified Copy
35.00 - Resident Agent Designation

I would appreciate your returning the certified copy to me at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,


Leonard Alterman

LA/bjw
Enclosures
cc: Phyl M. Kimball, Jr.

FILED
00 MAY -5 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

† BROWN MAY - 9 2000

ARTICLES OF INCORPORATION
OF
THE KIMBALL GROUP, INC.

FILED
00 MAY -5 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of organizing and incorporating a corporation pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation shall be THE KIMBALL GROUP, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be at: 4607
Wadham Lane, Jacksonville, Florida 32210

ARTICLE III

DURATION OF CORPORATION

This corporation shall exist in perpetuity, unless sooner dissolved in accordance with law; and its existence shall commence with the filing of these Articles of Incorporation by the Department of State.

ARTICLE IV

GENERAL PURPOSE

The general purposes for which this corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

The corporation shall have the authority to issue but one class of stock. It shall have the authority to issue 7500 shares of common stock, each of which shall have a par value of \$1.00 and shall have voting rights. Each shareholder shall have preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent for service of process within the state of Florida at such address are:

Registered Agent:	Phyl M. Kimball, Jr.
Address:	4607 Wadham Lane Jacksonville, FL 32210

ARTICLE VII

DIRECTORS

The corporation shall have not less than one and not more than five directors. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by the law or by the by-laws but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the initial directors of the corporation are as follows:

Cynthia W. Kimball
4607 Wadham Lane
Jacksonville, Florida 32210

Phyl M. Kimball, Jr.
4607 Wadham Lane
Jacksonville, Florida 32210

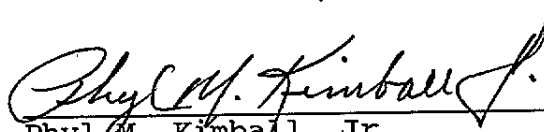
ARTICLE IX

INCORPORATORS

The name and address of the incorporator is as follows:

Phyl M. Kimball, Jr.
4607 Wadham Lane
Jacksonville, Florida 32210

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this the 2 day of May, 2000.


Phyl M. Kimball, Jr.

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this day, before me, an officer duly authorized by law to take oaths and acknowledgements, personally appeared Phyl M. Kimball, Jr. to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation; and he acknowledged to and before me that he executed the same for the purposes therein expressed and produced as identification Florida Driver's license # personally known and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Florida, on this the 2nd day of May, 2000.



Leonard M. Alterman
MY COMMISSION # CC893172 EXPIRES
December 18, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Leonard M. Alterman
Notary Public
State of Florida at Large
My Commission expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities 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.

Phyl M. Kimball, Jr.
Phyl M. Kimball, Jr.
Date 5.2.2000

FILED
00 MAY -5 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA