

Sunstate Research
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P00000047503

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

1. Klein Holdings, Inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

FILED
 00 MAY 12 AM 11:07
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

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RECEIVED
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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

T. SMITH MAY 12 2000

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
KLEIN HOLDINGS, INC.**

ARTICLE I - NAME

The name of this Corporation is **KLEIN HOLDINGS, INC.**, and its address is c/o Jean-Charles Dibbs, Esq., Shutts & Bowen, LLP, 1500 Miami Center, 201 South Biscayne Blvd., Miami, FL. 33131.

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 dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

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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 South Biscayne Boulevard, 1500 Miami Center, Miami, Florida 33131.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors of this Corporation may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than three (3). The name and address of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Helio Ostrovsky	c/o Shutts & Bowen, LLP 201 S. Biscayne Blvd. 1600 Miami Center Miami, FL. 33131 Attn: Jean-Charles Dibbs
Eva Lea Ostrovsky	c/o Shutts & Bowen, LLP 201 S. Biscayne Blvd. 1600 Miami Center Miami, FL. 33131 Attn: Jean-Charles Dibbs
Michael Klein	c/o Shutts & Bowen, LLP 201 S. Biscayne Blvd. 1600 Miami Center Miami, FL. 33131 Attn: Jean-Charles Dibbs

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholder or Director.

ARTICLE VIII - INDEMNIFICATION

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

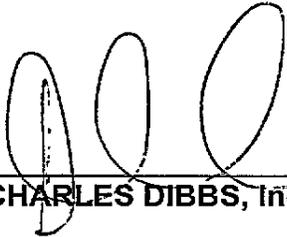
ARTICLE IX - INCORPORATOR

The name of the person signing these Articles is Jean-Charles Dibbs, and his address is: c/o Shutts & Bowen, LLP, 201 S. Biscayne Boulevard, 1500 Miami Center, Miami, FL 33131.

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 11 day of May, 2000.



JEAN-CHARLES DIBBS, 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 11 DAY OF MAY, 2000.

CORPORATION COMPANY OF MIAMI

By: Adrienne L. Swain
Adrienne L. Swain, Assistant Secretary for
CORPORATION COMPANY OF MIAMI
(Registered Agent)

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