

SHELDON L. GOTTLIEB

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Kendall Executive Center
9555 North Kendall Drive
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Miami, Florida 33176

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00000000 63561
June 8, 2000

Secretary of State
ATTN: Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

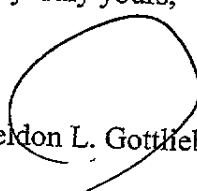
RE: Articles of Incorporation of
KIVA, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation to be filed for KIVA, Inc. I have enclosed the original and one copy of the Articles. Also enclosed is a check payable to Secretary of State in the amount of \$122.50 for the filing fee. Please return a copy of the Articles.

Thank you in advance for your prompt attention to this matter.

Very truly yours,


Sheldon L. Gottlieb

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FILED
00 JUN 29 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CP
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 16, 2000

SHELDON L. GOTTLIEB, ESQ.
9555 NORTH KENDALE DR., STE. 211
MIAMI, FL 33176

SUBJECT: KIVA, INC.
Ref. Number: W00000015426

We have received your document for KIVA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Gurr
Document Specialist

Letter Number: 000A00034544

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00 JUN 29 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

KIVAR, INC.

The undersigned incorporator forms a corporation for profit under Chapter 607, Florida Statutes.

ARTICLE I

The name of the corporation is : **KIVAR, INC.**

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation shall engage in the business of

The corporation shall engage in the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The corporation has the authority to issue 500 shares of common stock, one class only. The par value of each share of common stock is \$1.00.

ARTICLE V

The street address of the corporation's initial registered office is :

9555 N. Kendall Dr., Suite 211
Miami, FL 33176

The name of its initial registered agent at such address is:

Sheldon L. Gottlieb, Esq.

The initial place of business of the corporation shall be:

17580 NW 67th Place, #K, Miami, FL 33015

ARTICLE VI

The corporation shall have no less than one director(s). The name and address of the person who is to serve as director on the initial board of directors is:

President/Treasurer

ARTICLE VII

The name and address of the incorporator is:

Sheldon L. Gottlieb
9555 N. Kendall Dr., Suite 211
Miami, FL 33176

IN WITNESS WHEREOF the undersigned incorporator executed these
Articles of Incorporation on this 7 day of June, 2000.




SHELDON L. GOTTLIEB

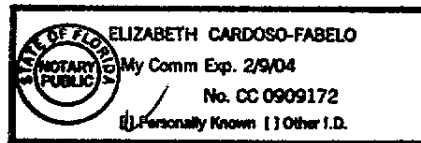
STATE OF FLORIDA)
COUNTY OF DADE)

Before Me, the undersigned authority, personally appeared Sheldon L. Gottlieb,
who, after being first duly sworn, deposes and says:

1. That he is the incorporator of the above-named corporation.
2. The contents of the foregoing Articles of Incorporation are true and correct.

SWORN TO and subscribed before me, the undersigned authority, this 7th
day of June, 2000.


NOTARY PUBLIC
My commission expires:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

The following is submitted in compliance with Chapter 607, Florida Statutes.

KIVAR, INC., desiring to organize under the laws of the
State of Florida, has named Sheldon L. Gottlieb, Esq., located at 9555 N. Kendall Dr.
Suite 211, Miami, Dade County, FL, as its registered agent to accept service of process
within this State.

ACCEPTANCE

Having been named to accept service of process for the above-named corporation,
at the registered office designated in this Certificate, I hereby accept to act in this
capacity,
and agree to comply with the provisions of said Act relative to keeping open said office



SHELDON L. GOTTLIEB
Registered Agent

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00 JUN 29 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA