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Law Office of Kelly A. Lee, P.A.

Commerce Center at Naples
233 South Airport Road • Naples, Florida 34104
(941) 649-8559 • Fax (941) 649-8958

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

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Re: Ken Smith Enterprises, Inc.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of Ken Smith Enterprises, Inc.
2. Designation of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,

KAL

Kelly A. Lee, Esquire

/KAL

Enclosures as stated

FILED
00 JUN 29 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gk/30

ARTICLES OF INCORPORATION

OF

Ken Smith Enterprises, Inc.

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is Ken Smith Enterprises, Inc.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 1,000 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is Ken Smith, 8805 Tamiami Trail North, Box 158, Naples, Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 201 Airport Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Kelly A. Lee.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 8805 Tamiami Trail North, Box 158, Naples, Florida.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors.

ARTICLE NINE

INCORPORATORS


The name and address of the Incorporator is Ken Smith, 8805 Tamiami Trail North, Box 158, Naples, Florida.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 16 day of June, 2000, in Naples, Collier County, Florida.



STATE OF FLORIDA

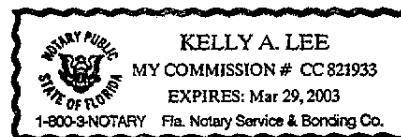
COUNTY OF COLLIER

Before me personally appeared Ken Smith, known to me personally or identified to me by Texas D.L. as the person described in and who executed the foregoing instrument, and acknowledge to and before me that executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 16 day of June 2000.

Kelly A. Lee
Notary Signature

Printed Name Kelly A. Lee
Seal:
Commission No. _____



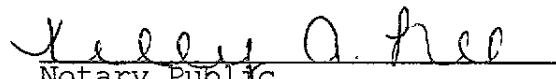
DESIGNATION OF REGISTERED AGENT
Of


Ken Smith Enterprises, Inc.

Ken Smith, the incorporator of Ken Smith Enterprises, Inc., hereby designates of 201 Airport Road North, Naples, Florida 34104 to be the registered agent of Ken Smith Enterprises, Inc. and by and through this document, hereby accepts the appointment to be registered agent of Ken Smith Enterprises, Inc.


Incorporator

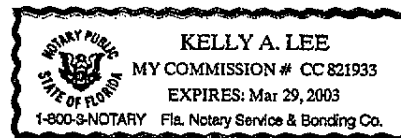
SWORN TO and subscribed before me on this 16 day of June 2000.


Notary Public


Printed Name of Notary

Seal:

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR
Ken Smith Enterprises, Inc.

I HEREBY am familiar with and accept the duties and
responsibilities as registered agent for said corporation.

Kerry A. Her

SWORN TO and subscribed before me on this 16 day of June,
2000.

Paula J. Rhoads
Notary Public



Paula J. Rhoads
MY COMMISSION # CC705307 EXPIRES
December 28, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Printed Name of Notary Public
Seal:
My Commission Expires: