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KEVIN KEMPPANION
1650 RIVIERA DRIVE
MERRITT ISLAND, FLORIDA 32952

AUGUST 25, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
00 AUG 28 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Incorporation of KEVIN'S BILLIARDS SUPPLY, INC.

Please find enclosed a check payable to Florida Department of State, in the sum of \$122.50, an original and a copy of the Articles of Incorporation of KEVIN'S BILLIARDS SUPPLY, INC.. Please act on these articles and return a certified copy to:

KEVIN KEMPPANION
1650 RIVIERA DRIVE
MERRITT ISLAND, FLORIDA 32952

Thank you for your assistance in this matter.

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-08/28/00--01109--008
****122.50 *****78.75

Very truly,


KEVIN KEMPPANION

T. Burch
AUG 30 2000

ARTICLES OF INCORPORATION
OF
KEVIN'S BILLIARDS SUPPLY, INC.

*FILED
00 AUG 28 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I, NAME

The name of the corporation shall be KEVIN'S BILLIARDS SUPPLY, INC..

ARTICLE II, NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV, REGISTERED AGENT

The address of the initial registered office of the corporation shall be 1650 RIVIERA DRIVE, MERRITT ISLAND, FLORIDA 32952, and the name of the initial registered agent of the corporation at that address is KEVIN KEMPPANION.

ARTICLE V, TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE VI, DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is KEVIN KEMPPANION, 1650 RIVIERA DRIVE, MERRITT ISLAND, FL. 32952.

ARTICLE VII, INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is KEVIN KEMPPANION, 1650 RIVIERA DRIVE, MERRITT ISLAND, FL. 32952.

ARTICLE VIII, CORPORATION ADDRESS

The Corporation's initial business address is 1650 RIVIERA DRIVE, MERRITT ISLAND, FLORIDA 32952.

The undersigned incorporator has executed these Articles of Incorporation on AUGUST 25, 2000.


INCORPORATOR, KEVIN KEMPPANION

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

KEVIN KEMPPANION, an individual, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.


REGISTERED AGENT, KEVIN KEMPPANION