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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

EL-K INVESTMENTS CORPORATION

Certificate of Status	0
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December 27, 2000

EMPIRE

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ARTICLES OF INCORPORATION

OF

K-EL INTERNATIONAL CORPORATION

The undersigned files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be K-EL INTERNATIONAL CORPORATION. The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

ARTICLE II

The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE III

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One (\$1.00) Dollar per share. All of the stock be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

ARTICLE IV

The street address of the initial principal office and the name and address of it's registered agent shall be as follows:

WILLIAM H. ALBORNOZ, ESQUIRE 901 PONCE DE LEON BLVD. SUITE 603 CORAL GABLES, FL 33134

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William H. Albornoz, Esquire 901 Ponce De Leon Blvd., Suite 603 Coral Gables, Florida 33134 Tel. (305) 444-1741 Fl. Bar No. 329568

305 541 3770 P.03/05

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DEC-51-5000 16:53

SECRETARY OF STATE DIVISION OF CORPORATIONS

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The initial board of directors of the corporation shall be composed of two people. The names and addresses of this corporations' directors is as follows:

KIMBREL R. CURRY c/o 901 PONCE DE LEON BLVD., SUITE 603 CORAL GABLES, FL 33134

ELIZABETH A. CURRY c/o 901 PONCE DE LEON BLVD., SUITE 603 CORAL GABLES, FL 33134

ARTICLE VI

The names and addresses of the incorporators of this corporation is:

KIMBREL R. CURRY C/O 901 PONCE DE LEON BLVD., SUITE 603 CORAL GABLES, FL 33134

ELIZABETH A. CURRY c/o 901 PONCE DE LEON BLBD., SUITE 603 CORAL GABLES, FL 33134

ARTICLE VII

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporators of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, both within and without the State of Florida, declare and certify that the facts herein stated do hereby execute and file these Articles, declare and certify that the facts herein stated are true this _______day of December, 2000.

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Incorporation.

MADDICHARTICLESSEL-KINVESTMENTS Corporation and

William H. Albornoz, Esquire

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DIVISION OF CORPORATIONS

ON DIEC 27 AM 9: 17