

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 221-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000117763

CB Kennebeck, Inc.

800003516249--5

-12/28/00 -01084--009

*****78.75 *****78.75

- ☒ Art of Inc. File _____
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

FILED
00 DEC 28 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 DEC 28 PM 2:45
DIVISION OF CORPORATION

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

12-28

ARTICLES OF INCORPORATION
OF
CB Kennebeck, INC.

FILED
00 DEC 28 PM 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATION NAME

The name of this corporation is CB Kennebeck, Inc.

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the Corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast (1) vote for each share of common stock owned. That a common stockholder is interested in a matter shall not disqualify him from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of directors and all other purposes shall be vested exclusively in the holders of the outstanding stock.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

The street address of the initial registered office of this Corporation is 3200 North Military Trail # 201, Boca Raton, Florida 33431; the name of the initial registered agent of this Corporation is Louise M. Taylor. The Board of Directors may, from time to time, change the street address of the Corporation as well as the location of its principal office. The principal address of this Corporation is 3200 North Military Trail # 201, Boca Raton, FL 33431.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have 1 Directors initially. The number of Directors may be increased from time to time by the by-laws, but shall never be less than one. The name and address of the initial Directors of this Corporation are:

Courtney B. Kennebeck, 3200 N. Military Trail #201, Boca Raton, FL 33431

ARTICLE VII

INCORPORATORS

The name and address of the persons signing these Articles is Courtney B. Kennebeck, 3200 N. Military Trail #201, Boca Raton, FL 33431.

ARTICLE VIII

PRE EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

DATE OF CORPORATE EXISTENCE

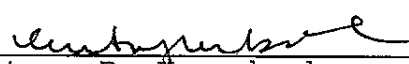
The date the beginning of the corporate existence of CB Kennebeck, Inc., shall be at the time of subscription and acknowledgment of these articles.

ARTICLE XI

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF INCORPORATION ON THIS 28TH DAY OF DECEMBER 2000.



Courtney B. Kennebeck
Subscriber-Incorporator

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00 DEC 28 PM 3:36
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TALLAHASSEE, FLORIDA

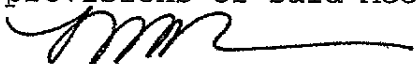
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Florida Statute 607.0501, the following submitted in compliance with said act:

FIRST:CB Kennebeck, Inc., desiring to organize under the Laws of the State of Florida, with its principal offices in the in the City of Boca Raton, County of Palm Beach, State of Florida, has named Louise M. Taylor, 3200 North Military Trail #201, Boca Raton, FL 33431, as its agent to accept services of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designed 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 offices.



Louise M. Taylor
Registered Agent



Danielle Dorling
My Commission CC612529
Expires February 18, 2001