

FROM HILL, WARD, HENDERSON, P.A.

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Account Number : 072100000520
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FLORIDA PROFIT CORPORATION OR P.A.

Kennedy Whiting Properties, Inc.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
KENNEDY WHITING PROPERTIES, INC.**

The undersigned, acting as the incorporator of KENNEDY WHITING PROPERTIES, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: KENNEDY WHITING PROPERTIES, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office and mailing address of the corporation is 2910 Bay to Bay Boulevard, Suite 200, Tampa, Florida 33629.

ARTICLE III. INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The name and street address of the initial director is:

Name	Address
David Kennedy	2910 Bay to Bay Boulevard Suite 200 Tampa, Florida 33629
Paul Whiting	2910 Bay to Bay Boulevard Suite 200 Tampa, Florida 33629

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ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 10,000 shares of common stock, having a par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602 and the name of the corporation's initial registered agent at that address is W. Lawrence Smith.

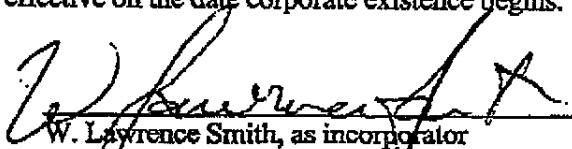
ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

W. Lawrence Smith
101 East Kennedy Boulevard
Suite 3700
Tampa, Florida 33602

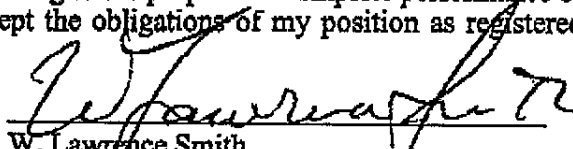
The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTED: January 23, 2001


W. Lawrence Smith, as incorporator

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


W. Lawrence Smith

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