

P01000012770

KCDS & ASSOCIATES, INC.
161 BUCKHORN RUN
LAKELAND, FLORIDA 33809

FILED
FEB -2 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 25, 2001

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

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

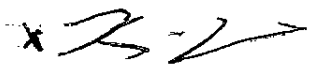
EFFECTIVE DATE
02-01-01

Enclosed please find the original and one (1) copy of Articles of Incorporation to become effective February 1, 2001.

We are also enclosing a check in the amount of \$78.75, filing fee, certified copy of Articles, and Registered Agent.

Contact person is; Kraig J. Knoth, 863-858-3421

Respectfully submitted,



Kraig J. Knoth

Encl.



ARTICLES OF INCORPORATION
OF
KCDS & ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

EFFECTIVE DATE
02-01-01

The name of the corporation shall be KCDS & Associates, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of this corporation shall be: 161 Buckhorn Run, Lakeland, Florida 33809. The mailing address shall be: 161 Buckhorn Run, Lakeland, Florida 33809.

ARTICLE III - DURATION

This corporation shall exist in perpetuity, commencing on February 1, 2001.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all-lawful business.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000, all of which shall be common shares with a par value of \$1.00.

ARTICLE VI - PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE VII - RESTRICTION ON TRANSFER OF SHARES

A restriction on the transfer or registration or transfer of shares is imposed to obligate the shareholder first to offer the corporation an opportunity to acquire the restricted shares, at the price originally paid.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director 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 director of this corporation is: Kraig J. Knoth, 161 Buckhorn Run, Lakeland, Florida 33809.


ARTICLE X - INCORPORATOR

The name of the incorporator to these Articles of Incorporation is: Kraig J. Knoth.

ARTICLE XI - AMENDMENT

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with no less than a majority vote of the common stock.

The undersigned incorporator has executed these Articles of Incorporation this 21
Day of 26, 2001.

x 

Kraig J. Knoth

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is KCDS & Associates, Inc.
2. The name and address of the registered agent and office is:

Kraig J. Knoth
161 Buckhorn Run
Lakeland, Florida 33809

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered 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.

x 
Kraig J. Knoth