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From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
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FLORIDA PROFIT CORPORATION OR P.A.

KENCO/FOX HILL, INC.

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**ARTICLES OF INCORPORATION
OF
KENCO/FOX HILL, INC.**

ARTICLE I

The name of the corporation is KENCO/FOX HILL, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1000 Clint Moore Road, Suite 110, Boca Raton, Florida, 33487.

ARTICLE III

This Corporation shall have authority to issue Ten Thousand (10,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The name and address of the Corporation's initial registered office is Kenneth Endelson, 1000 Clint Moore Road, Suite 110, Boca Raton, Florida, 33487.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of Directors constituting the initial Board of Directors is two (2), and the names of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Kenneth Endelson
1000 Clint Moore Road, Suite 110
Boca Raton, Florida, 33487

Richard Finkelstein
1000 Clint Moore Road, Suite 110
Boca Raton, Florida, 33487

ARTICLE VI

The name of the Incorporator is Kenneth Endelson and the address of the Incorporator is 1000 Clint Moore Road, Suite 110, Boca Raton, Florida, 33487.

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ARTICLE VIII

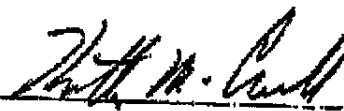
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 4 day of February, 2001.


Kenneth Endelson, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of KENCO/FOX HILL, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Kenneth Endelson
as Agent for the Registered Agent

Dated: February 6, 2001

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