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*****70.00 *****70.00

March 30, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Kay & Ray, Inc.
Our File No.: 30030

FILED
2001 APR -6 AM 9:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Gentlemen:

Enclosed you will please find an original and a copy of the Articles of Incorporation of Kay & Ray, Inc., together with my check #13180, in the amount of \$70.00, to cover the initial costs.

Thank you.



PETER N. HANNA
PNH:cr

encl.

4/11/01

ARTICLES OF INCORPORATION

OF

KAY & RAY, INC.

FILED

2001 APR -6 AM 9:59

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

The name of the corporation shall be:

KAY & RAY, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1100 N.W. 9th Avenue
Fort Lauderdale, FL 33311

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares at \$1.00 par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

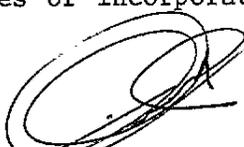
Trevor R. Carelse
1100 N.W. 9th Avenue
Fort Lauderdale, FL 33311

ARTICLE V: INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Trevor R. Carelse
1100 N.W. 9th Avenue
Fort Lauderdale, FL 33311

The undersigned has executed these Articles of Incorporation this 30th day of March, 2001.



TREVOR R. CARELSE

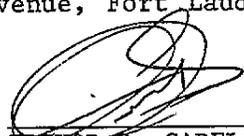
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

2001 APR -6 AM 9:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Pursuant to the provisions of Section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

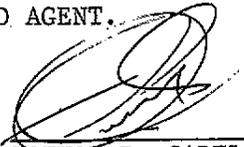
1. The name of the corporation is: KAY & RAY, INC.
2. The name and address of the registered agent and office is:
Trevor R. Carelse, 1100 N.W. 9th Avenue, Fort Lauderdale, FL 33311



TREVOR R. CARELSE

Dated: March 30, 2001

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.



TREVOR R. CARELSE

Dated: March 30, 2001