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Knapp's Insurance & Tax Service

3433 Cesery Boulevard — Jacksonville, Florida 32211
Charles R. Knapp, RESIDENT AGENT — Telephones 743-4922 743-4923

HONORABLE SECRETARY OF STATE
STATE OF FLORIDA

RE: KIERMAN/LOVING AND ASSOCIATES

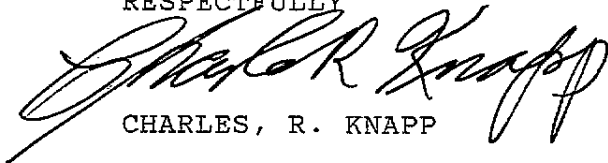
DEAR SECRETARY OF STATE

PLEASE FIND ENCLOSED A CHECK IN THE AMOUNT OF SEVENTY FIVE DOLLARS
(75.00) TO RECORD THE DOCUMENTS FOR THE ABOVE CORPORATION.

IT IS REQUESTED THAT THE PAPERS BE RETURNED TO THE ATTENTION OF
CHARLES R. KNAPP 3433 CESERY BLVD JACKSONVILLE, FLORIDA 32277

YOUR PROMPT ATTENTION TO THIS MATTER WILL BE GREATLY APPRECIATED,

RESPECTFULLY


CHARLES, R. KNAPP

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*****75.00 *****75.00

FILED
01 MAY -4 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. C. ROSEN MAY 9 2001

ARTICLES OF INCORPORATION

OF

KIERNAN LOVING AND ASSOCIATE INC:

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the laws of the State of Florida Business Corporation Act.

ARTICLE I

Name. The name of this corporation is:

KIERNAN LOVING AND ASSOCIATE INC:

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 4619 Harbour Court North, Jacksonville, Florida 32225

ARTICLE III

BUSINESS AND ACTIVITIES. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having (.10) ten cents par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 4619 Harbour Court North, Jacksonville, Florida 32225, and the name of the initial registered agent of the corporation is Suzanne K. Loving.

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ARTICLE VII

Number of Directors. This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name (s) and street address(es) of the initial Directors of this corporation:

<u>Name</u>	<u>Address</u>
Suzanne K, Loving	4619 Harbour Court North Jacksonville, Florida 32225
Francis L. Loving	4619 Harbour Court North Jacksonville, Florida 32225
James Kiernan	4619 Harbour Court North Jacksonville, Florida 32225

ARTICLE IX

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Suzanne K. Loving	4619 Harbour Court North Jacksonville, Florida 32225

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

ARTICLE XI

Amendment to Articles. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

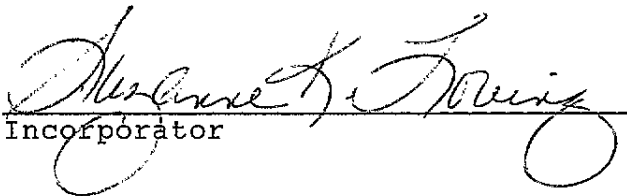
By-Laws. The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE XIII

Preemptive Rights. Every shareholder, upon the sale of any additional 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 24 day of

April - 2001


Incorporator