TRANSMITTAL LETTER

Department of State

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

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SUBJECT: KCE CAPITAL CORPORATION

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an origin	al and one(1) copy of the article	es of incorporation and a	check for:
\$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	S87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED
FROM: Martin E. Poyle, Esq. Name (Frinted or typed)			
1401 Brickell Avenue Suite 700 Address Miami, Florida 33131 City, State & Zip			O1 SECH TALL
	(305) 371	-	JUN 30 AN 9: 36 NETARY OF STATE ANASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

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WO1-14406

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 21, 2001

MARTIN E DOYLE ESQ 1401 BRICKELL AVE STE 700 MIAMI, FL 33131

SUBJECT: KCE CAPTIAL CORPORATION

Ref. Number: W01000014406

We have received your document for KCE CAPTIAL CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6926.

Letter Number: 301A00037838

Gina Bullock Document Specialist New Filing Section

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

KCE CAPITAL CORPORATION

FILED

JUN 30 AM 9: 38 01

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

1401 Brickell Avenue, Suite 700 Miami, FL 33131

ARTICLE III *PURPOSE*

The purpose for which the corporation is organized is:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

1,000,000 with a par value of \$0.01

ARTICLE V INITIAL OFFICERS DIRECTORS (optional)

The name(s) and address(es):

Kevin Fitzgerald

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Martin Doyle, 1401 Brickell Avenue, Suice 700, Miami, FL 33131

ARTICLE VII *INCORPORATOR*

The name and address of the Incorporator is:

Vera Norris c/o Corporation Service Company 2711 Centerville Road, Suite 400 Wilmington, DE 19808

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered/Agent

Signature/Incorporator