

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

01 AUG 27 PM 2:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TK Properties, Inc.

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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SUFFICIENCY OF FILING

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

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Name _____

Date _____

Time _____

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ARTICLES OF INCORPORATION
of
TK PROPERTIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE. NAME

The name of the proposed corporation is TK PROPERTIES, INC.

ARTICLE TWO. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE THREE. CAPITAL STOCK

The total number of shares of stock which the corporation shall have the authority to issue is FIVE HUNDRED (500) shares at a par value of ONE and NO/100 DOLLARS (\$1.00) each.

ARTICLE FOUR. ADDRESS

The initial address of the principal office of the proposed corporation in the State of Florida is:

c/o Tom K. Dougherty
735 Almond St., Suite A
Clermont, FL 34711.

ARTICLE FIVE. MANAGEMENT OF CORPORATION

The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of, the shareholders.

ARTICLE SIX. OFFICERS

The officers of the corporation shall consist of a President, a Secretary, and a Treasurer, and such other assistant officers and agents as may be deemed necessary, each of whom shall be elected by the shareholders at such time and in such manner as may be prescribed by the by-laws. One (1) person may hold all or more than one (1) office.

ARTICLE SEVEN. INITIAL OFFICERS

The initial officers of the corporation and their addresses are:

President, Secretary, and Treasurer: Tom K. Dougherty
735 Almond St., Suite A
Clermont, FL 34711.

ARTICLE EIGHT. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 735 Almond St., Suite A, Clermont, FL 34711, and the name of its initial registered agent at such address is Tom K. Dougherty.

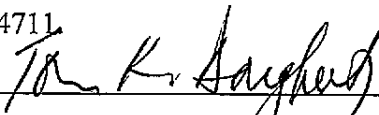
ARTICLE NINE. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights and in addition, elects preemptive rights for all shares transferred from the corporation notwithstanding statutory provisions to the contrary, unless waived in writing by all shareholders. However, preemptive shares not acquired within 3 months after being offered to shareholders, may within 9 months of the 3 months, be offered for sale at or above the original consideration to any person.

ARTICLE TEN. INCORPORATORS

The name and address of each incorporator is:

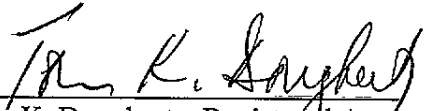
1. Tom K. Dougherty, 735 Almond St., Suite A, Clermont, FL 34711.



Tom K. Dougherty, Incorporator

ACCEPTANCE OF REGISTERED AGENT
for TK PROPERTIES, INC.

I, the undersigned, being familiar with and accepting the obligations of the position, do hereby accept the appointment of registered agent of TK PROPERTIES, INC., on August 24, 2001.


Tom K. Dougherty, Registered Agent
735 Almond St., Suite A
Clermont, FL 34711

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