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TRANSMITTAL LETTER

October 19, 2001 Florida Department of State Division of Corporations PO Box 6327 Tallahassee FL 32314 Subject: KEMP CONSTRUCTION, ENGINEERING & DEVELOPMENT CORPORATION Enclosed is an original and one (1) copy of the articles of incorporation and a check for: 800004647418-10/22/01--01033--006 *****87.50 ****87.50 \$70.00 \$78.75 \$87.50 \$78.75 Filing Fee Filing Fee & Filing Fee & -Filing Fee, Certificate of Certified Copy Certified Copy & Status Certificate ADDITIONAL COPY REQUIRED FROM: ADEOLA C ADERINOKUN Name (Printed or typed)

ADEOLA C ADERINOKUN

Name (Printed or typed)

PO BOX 471614

Address

MIAMI FL 33247

City, State & Zip

(954) 437-7294

Daytime Telephone number

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

ARTICLES OF INCORPORATION OF KEMP CONSTRUCTION, ENGINEERING & DEVELOPMENT CORPORATION

ARTICLE I CORPORATE NAME

The name of this corporation shall be: KEMP CONSTRUCTION, ENGINEERING & DEVELOPMENT CORPORATION.

ARTICLE II NATURE OF CORPORATE BUSINESS

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

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue a maximum of one hundred million (100,000,000) shares of stock. The shares of stock authorized shall be common stock having a par value of \$.00001 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV INITIAL REGISTERED AGENT

The corporation's initial registered agent and registered office in the State of Florida shall be: ADEOLA C ADERINOKUN

ARTICLE V BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the by-laws adopted by the Board of Directors. However, the corporation shall have no less than one (1) director at any time. The name and addresses of the initial directors of this corporation are as follows:

<u>Director</u>

ADEOLA C ADERINOKUN

2111 SW 60 WAY MIRAMAR FL 33023

ARTICLE VI PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be as follows: 2111 SW 60 WAY, MIRAMAR FL 33023.

ARTICLE VII INCORPORATOR

The name and office address of the Incorporator executing these Articles of Incorporation is as follows.

Name

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ADEOLA C ADERINOKUN

Address 2111 SW 60 WAY

MIRAMAR FL 33023

ARTICLE VIII
COMMENCEMENT DATE

Corporate existence will commence upon filing.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

ADEOLA C ADEDIMORINI

STATE OF FLORIDA

SS:

COUNTY OF BROWARD)

BEFORE ME, an office duly authorized to take acknowledgements in the State and County set forth above, personally appeared ADEOLA C ADERINOKUN, known to me and known by me to be the person executed the foregoing Articles of Incorporation, and acknowledged before that she executed those Articles of Incorporation.

WITNESS my hand and official seal at said County and State, this 19th day of October, 2001.

PAMELA L JAMES
MY COMMISSION # DD 042733
EXPIRES: August 17, 2005
Bonded Thru Notary Public Underwriters

NOtary

State of Florida My commission expires:

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The undersigned hereby accepts the foregoing designation as Initial registered agent and agrees to comply with the provisions of law applicable to said designation.

ADEOLA CADERINOKUN

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of section 607.0501, Florida Statues, 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.

First that, KEMP CONSTRUCTION, ENGINEERING & DEVELOPMENT CORPORATION, desiring to organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named ADEOLA C ADERINOKUN at 2111 SW 60 WAY, MIRAMAR, County of Broward, State of Florida, as its agent to accept service of process within this State.

Having been named as registered agent and to accept services of process for the above stated corporation at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues 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.

Registered Agent-ADEOLA C ADERINOKUN