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March 1, 2002
P02000025452

VIA FEDERAL EXPRESS

850-245-6052

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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

Re: Articles of Incorporation for Kiva Spirit, Inc.
Our File No. 7291.1

Dear Sir/Madam:

Enclosed please find this firm's check in the amount of \$70.00 representing your necessary filing fees. Also enclosed are the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for Kiva Spirit, Inc. in duplicate. Please file the Articles of Incorporation and certificate and return a copy to this office. A self-addressed, stamped envelope has been provided for your convenience.

Thank you for your attention and assistance in this matter. Please feel free to call with any questions.

Kindest regards,

MOSS, HENDERSON, BLANTON, LANIER,
KRETSCHMER & MURPHY, P.A.

By: David L. Hancock
David L. Hancock

DLH/maw
Enclosure

FILED
02 MAR -4 PM 3:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

03-07-02
B

ARTICLES OF INCORPORATION

OF

Kiva Spirit, Inc.

FILED

02 MAR -4 PM 3:17

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

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

ARTICLE I

The name of the corporation shall be **Kiva Spirit, Inc.**, hereinafter referred to as the "Corporation."

ARTICLE II

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

ARTICLE III

The Corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

The Corporation has the authority to issue ten thousand (10,000) shares of common stock with a par value as may be established by the Board of Directors of the Corporation. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The Corporation shall have a perpetual existence.

ARTICLE VI

The initial street address and mailing address of the principal office of the Corporation in the State of Florida is 6115 Winding Lake Drive, Jupiter, Florida 33458.

ARTICLE VII

The name and street address of the incorporator is:

David L. Hancock, Esq.
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE VIII

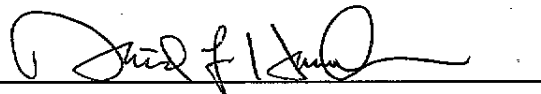
The registered agent and the registered agent's address for service of process within this state shall be:

David L. Hancock, Esq.
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963

ARTICLE IX

There shall be such restrictions on the shares of stock of the Corporation as are duly authorized by the Board of Directors of the Corporation consistent with the laws of the State of Florida and the U.S. Internal Revenue Code, as each may be amended from time to time.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 28th day of February, 2002.



David L. Hancock, Esq., Incorporator

David L. Hancock, Esq.
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963
(561) 231-1900

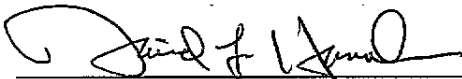
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, 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: **Kiva Spirit, Inc.**
2. The name and address of the registered agent and office is:

David L. Hancock, Esq.
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963

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.



David L. Hancock, Esq.
Registered Agent
Dated: February 28, 2000

FILED
02 MAR -4 PM 3:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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