



**LAW OFFICES OF
J. KELLY KENNEDY**

198 1st St S
Winter Haven, FL 33880-3004



J. KELLY KENNEDY

Attorney at Law/Certified Public Accountant
e-mail: kelly.jkk@ithink.net

AREAS OF PRACTICE:

Wills, Estates, Estate Planning,
Real Property Law, Taxation,
Corporate, Business and Mortgage Law

CYNTHIA CROFOOT RIGNANESE

Attorney at Law
e-mail: ladylawyer@ithink.net

REPLY TO:

PO Box 7604, Winter Haven, FL 33883-7604
Tel: (863) 294-1114 Fax: (863) 294-8937

PO2002109339

October 9, 2002

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314-6327

RE: KING-PENN, INC.

000008280530--0
-10/09/02--01023--007
*****78.75 *****78.75

Dear Ladies:

Enclosed herewith for filing are Articles of Incorporation for the above-captioned corporation. A copy of the Articles of Incorporation is also enclosed to be certified and returned to the undersigned.

Our firm's check in the amount of \$78.75 is enclosed to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Form	<u>35.00</u>

Total \$ 78.75

Thank you for your cooperation in this matter.

Sincerely yours,

J. KELLY KENNEDY, ESQUIRE

JKK/rh

Enclosures

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02 OCT -9 AM 10:54
SECRETARY OF STATE
DIVISION OF CORPORATIONS

7 SMITH OCT 10 2002

**ARTICLES OF INCORPORATION
OF
KING-PENN, INC.**

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby forms a professional corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **KING-PENN, INC.** The mailing address is: P. O. Box 698, Bowling Green, Florida 33823.

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 204 East Main Street, Bowling Green, Florida 33834, and the name of the initial registered agent of this corporation at that address is **VERNON SMITH, JR.**

ARTICLE V - INITIAL BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of three Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the members of the initial Board of Directors are:

**JAMES D. PARKER
PO Box 698
Bowling Green, Florida 33834**

**DONALD RAY HARRIS, JR.
Route 1, Box 250K
Bowling Green, Florida 33834**

**VERNON SMITH, JR.
5111 Windover Lane
Lakeland, Florida 33813.**


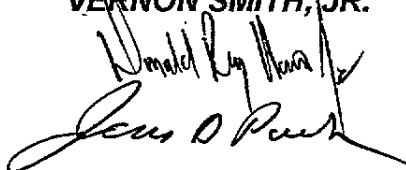
02 OCT - 9 AM 10:54
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VI - SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is **VERNON SMITH, JR.**, 5111 Windover Lane, Lakeland, Florida 33813.

The original Subscriber of this corporation may sell, exchange, assign, or transfer all of the stock subscribed for in these Articles of Incorporation, and deliver these Articles of Incorporation, together with the good will and corporate franchises of this corporation to the transferees or assignees; and in such event, the office and term for each Director designated in this certificate to be held or exercised as originally named shall thereupon expire and a new election shall be called and held by the transferees for the election of new directors to hold office until their successors are elected and qualify thereafter in due course from time to time.


IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 3rd day of OCTOBER, 2002.

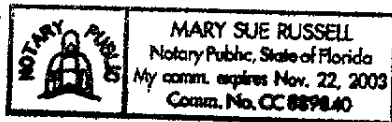

VERNON SMITH, JR.


**STATE OF FLORIDA
COUNTY OF HARDEE**

The foregoing instrument was acknowledged before me this 3rd day of October, 2002, by **VERNON SMITH, JR.**, who is personally known to me, or has produced _____ as identification.

(AFFIX NOTARY SEAL)


Florida Notary Public
Printed Name: Mary Sue Russell



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

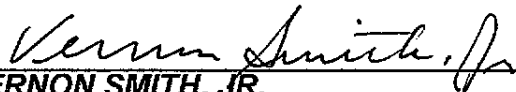
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First: That **KING-PENN, INC.** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Bowling Green, County of Hardee, State of Florida, has named **VERNON SMITH, JR.**, located at P. O. Box 698, Bowling Green, Florida 33823, City of Bowling Green, County of Hardee, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

(Must be signed by designated agent)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


VERNON SMITH, JR.
Registered Agent