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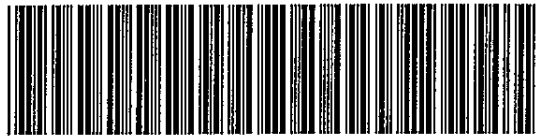
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12-3-02

Osceola Paralegal Services, Inc.

17 S. Orlando Ave.
Kissimmee, FL 34741
(407) 870-5878
Fax (407) 870-9997

Kathleen Foust
Owner

November 19, 2002

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

RE: Kent W. McKee, P.A.

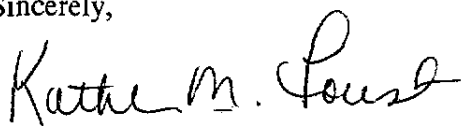
Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation for Caribbean Kent W. McKee, P.A., a for profit corporation. Also enclosed is my check in the amount of \$78.75 for filing fees and a certified copy of the Articles.

Please file this corporation as soon as possible and return the certified copy to this office.

Thank you for your assistance in this matter.

Sincerely,



Kathleen M. Foust, Paralegal

Enclosures as stated.

**Articles of Incorporation
of
KENT W. McKEE, P. A.**

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DIVISION OF CORPORATIONS
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1. Name.

The name of the Corporation shall be: KENT W. McKEE, P. A.

The principal place of business of this corporation shall be: 800 North Magnolia Avenue, Suite 1700, Orlando, FL. 32803-3247

2. Principal Office and Registered Agent.

Its registered office in the State of Florida is 1411 El Cajon Court, in the City of Winter Springs, County of Seminole. The name of its registered agent at such address is STEVEN KLEINBERGER. The Board of Directors from time to time may move the registered office to any other address in the state of Florida.

3. Purposes.

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida, the United States or any other state, country, territory or nation.

4. Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares with each share having a par value of \$1.00 per share.

5. Incorporator.

The name and mailing address of the incorporator is/are:

STEVEN KLEINBERGER
1411 El Cajon Court
Winter Springs, FL. 32708

6. Existence.

The Corporation shall have perpetual existence, commencing on the date of filing of these Articles in the office of the Secretary of State, for the state of Florida.

7. Liability of Stockholders.

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. Board of Directors

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

9. Initial Directors

The name of the initial director of this corporation and his street address is/are:

KENT W. McKEE

800 N. Magnolia Avenue, Suite 1700
Orlando, FL. 32803

The person named as initial director shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

10. Initial Officers:

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

KENT W. McKEE
800 N. Magnolia Ave. Suite 1700
Orlando, FL. 32803

President

Amendment:

Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors. proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stockholders allowed to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


12. Preemptive Rights:

Every shareholder upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds the right to purchase his prorata share thereof at the price at which it is offered to others.

13. By-Laws:

The power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors and the Shareholders.


IN WITNESS WHEREOF, the undersigned incorporators have executed the foregoing Articles of Incorporation on the 15th day of November, 2002.



Steven Kleinberger

STATE OF FLORIDA:
COUNTY OF SEMINOLE:

BEFORE ME, a notary public, personally appeared STEVEN KLEINBERGER, is the person described as incorporator and executed the following Articles of Incorporation and who provided the following as identification: Fld# K451-93551370, and acknowledged before me that he subscribed to these Articles of Incorporation on the 15th day of November, 2002.

(NOTARY SEAL)



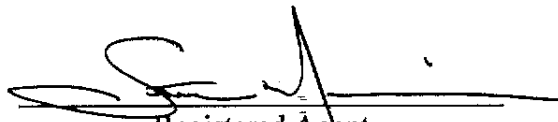
Notary Public's Signature
State of Florida at Large
Jocelyn Finocchiaro
 My Commission CC977454
Expires October 25, 2004

Notary Public's Printed Name

My commission expires:

ACCEPTANCE OF DESIGNATION

Having been designated as registered agent for the above-named Corporation to accept service of process at the address below, I hereby accept said designation and agree to act in this capacity and to comply with the revisions of said act relative to keeping open said office.



Registered Agent

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