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(Requestor's Name)

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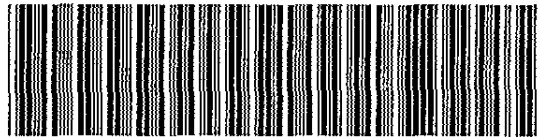
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATION & SECURITIES  
TALLAHASSEE, FLORIDA

TS  
10/09/03

**CAPITAL CONNECTION, INC.**

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

R. Kay Group Inc

- 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 \_\_\_\_\_

Requested by: *SW* *OP*

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION**

**OF**

**R. KAY GROUP, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the Corporation shall be R. Kay Group, Inc.

**ARTICLE II**

This Corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida, including but not limited to (type of business).

**ARTICLE III**

The initial number of shares of stock of this Corporation shall be 100 SHARES of common stock, and the maximum number of shares of stock this Corporation may issue is 100 of common stock, at \$ 1.00 par value. All said common stock shall be payable in cash, or payable by property, labor or services at a just valuation fixed by the stockholders.

**ARTICLE IV**

This Corporation shall have a perpetual existence.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V**

The initial principal office of said Corporation shall be 5889 Airport Road, Suite 1409, Port Orange, Volusia County, Florida.

## **ARTICLE VI**

The business of this Corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the Corporation, the actions of the board, shall be the act of the Corporation. The name and address of the board and officers of the Corporation are as follows:

Robert L. Asher, President/Chief Executive Officer

Rhonda Booms, Vice President/Chief Operating Officer

Robert L. Asher, Secretary

Rhonda Booms, Treasurer, Chief Financial Officer

## **ARTICLE VII**

The name and business address of the person signing these Articles of Incorporation as subscriber is: Robert L. Asher, 5889 Airport Road, Suite 1409, Port Orange, Volusia County, Florida, as Registered Agent for the Corporation.

## **ARTICLE VIII**

No holder of common stock of the Corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the Corporation. Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

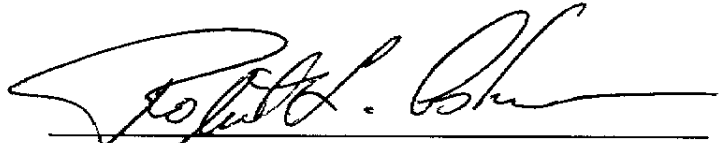
**ARTICLE IX**

The said Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or thereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

**ARTICLE X**

The street address of the initial registered office of this Corporation is 5889 Airport Road, Suite 1409, Port Orange, Florida 32128, and the name of the initial registered agent of this Corporation at that address is Robert L. Asher.

The undersigned, Robert L. Asher, Registered Agent for **R. KAY GROUP, INC.**, has executed these Articles of Incorporation this 8<sup>TH</sup> day of **October, 2003**.

  
\_\_\_\_\_  
**ROBERT L. ASHER**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: R. Kay Group, Inc.
2. The name and address of the registered agent and office is:

Robert L. Asher  
(Name)

5889 Airport Road  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Port Orange, Florida 32128  
(CITY/STATE/ZIP)

*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.*

  
(Signature)

10-08-03  
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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9 PM 1:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**