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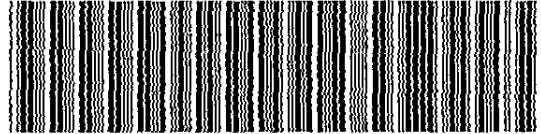
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TALLAHASSEE, FLORIDA

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SCOTT & SCOTT
ATTORNEYS AT LAW

PORTIA B. SCOTT

(772) 287 - 0096

W.R. SCOTT (OF COUNSEL)

(772) 597 - 4896

October 20, 2003

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

In Re: K.E.I. Consulting, Inc.

Dear Sir/Madam:


Enclosed please find the following, pertaining to the above-referenced matter:

1. The original and one copy of the Articles of Incorporation of K.E.I. Consulting, Inc.; and
2. A check in the amount of Seventy Eight Dollars and seventy five cents (\$78.75) for the filing fees, registered agent designation and a certified copy of the articles; and
3. A stamped, self-return envelope for your convenience in forwarding the certified copy of the Articles of Incorporation back to our office.

If you should have any questions, or are in need of any additional information, please do not hesitate to contact our office.

Thank you very much for your assistance and God Bless America.

Sincerely,



Portia B. Scott

PBS/kc
Enclosures: four
xc: Karen Isler

ARTICLES OF INCORPORATION

OF

K.E.I. CONSULTING, INC.

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TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of this corporation is K.E.I. CONSULTING, INC..

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation is principally engaged in any activity or business permitted under the laws of the United States of America and under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is ONE THOUSAND, TWO HUNDRED (1,200) shares of common stock, each share having a par value of One Cent (\$.01).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IIII. PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any additional stock after the first offering, by the corporation of the same kind, class or series as that which he already

holds, shall have the right to purchase his prorata share thereof, at the price at which it is offered to others, which price may be in excess of par value and determined by the Board of Directors at any regular or special meeting.

ARTICLE V. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address of the principal office of this corporation is 921 SE Central Parkway, Stuart, Florida 34994.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and street addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

Karen Isler	c/o Scott & Scott, Attorneys at Law 921 SE Central Parkway Stuart, Florida 34994
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ARTICLE VIII. SUBSCRIBERS AND INCORPORATORS

The name and street address of the Subscribers and Incorporators executing these Articles of Incorporation are:

Karen Isler	c/o Scott & Scott, Attorneys at Law 921 SE Central Parkway
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Stuart, Florida 34994

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the Stockholders, and approved at the Stockholders' meeting by a majority vote of Shareholders.

ARTICLE XI. ALIENATION OF SHARES

A. Any shareholder who desires to sell, assign, or in any way alienate his or her share or shares, EXCEPTING ownership passing through testate or intestate succession, or disbursement from a trust, of the corporation must give first option of purchase to the corporation the price of which shall be the same as any bona-fide offer made by any person whomsoever. Said option, if it is to be exercised at all, must be rejected or exercised by the corporation within forty-five (45) days of notification, in writing, by the shareholder of his or her desire to alienate the share(s).

B. If corporation has not rejected nor accepted the option within the 45 day period the the option shall be deemed rejected and the other shareholders shall then have the right to likewise exercise a 45 day option to purchase the shares, using the same formula for price as is set forth immediately above as a price floor.

C. If neither the corporation nor the other shareholders exercise the option within the proper time frames, the shareholder desiring to alienate his or her shares may do so freely, at any price or for any consideration the shareholder seeking to alienate the shares may be able to obtain.

ARTICLE XII. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is PORTIA B. SCOTT, care of Scott & Scott, 921 SE Central Parkway, Stuart, Florida 34994

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 30th day of September, 2003.



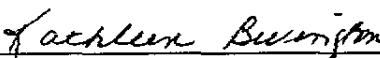
Signature
Karen Isler

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TALLAHASSEE, FLORIDA

STATE OF New York }
COUNTY OF SUFFOLK }

The foregoing instrument was acknowledged before me this 30th day of September, 2003, by Karen Isler, (☒) who is personally known to me or (☐) who has produced LICENSE as identification, and who (☐) did (☐) did not take an oath.

KATHLEEN BEVINGTON
Notary Public, State of New York
No. 4829299-Suffolk County
Commission Expires March 30, 19June 2007


Notary Public

ACCEPTANCE

I hereby accept the foregoing designation of Registered Agent of K.E.I. Consulting, Inc.

DATED this 21st day of October, 2003.



PORTIA B. SCOTT
Registered Agent