

**Electronic Articles of Incorporation
For**

P04000065670
FILED
April 21, 2004
Sec. Of State
thampton

KAY & KAY INDUSTRIES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

KAY & KAY INDUSTRIES, INC.

Article II

The principal place of business address:

C/O STERN ASSOCIATES, CPA
7087 VIA MARBELLA
BOCA RATON, FL. 33433

The mailing address of the corporation is:

C/O STERN ASSOCIATES, CPA
7087 VIA MARBELLA
BOCA RATON, FL. 33433

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200

Article V

The name and Florida street address of the registered agent is:

ERIC R STERN
7087 VIA MARBELLA
BOCA RATON, FL. 33433

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ERIC R. STERN

Article VI

The name and address of the incorporator is:

ERIC R. STERN, ESQ.
C/O SACK & SACK, ESQS.
135 EAST 57TH STREET, 12TH FLOOR
NEW YORK, NY 10022

Incorporator Signature: ERIC R. STERN

Article VII

The effective date for this corporation shall be:

04/20/2004