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Watson & Osborne, P. A. Attorneys at Law

KEITH WATSON LEE S. OSBORNE WILLIAM J. JOOS GERARD SCHLOTH REPLY TO: 2500 MONUMENT ROAD, SUITE 201

September 8, 2004

Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314

Re: Kameha Estates, Inc.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation of Kameha Estates, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours

ee S. Osborne

LSO/cys

Enclosures

ARTICLES OF INCORPORATION

OF

KAMEHA ESTATES, INC.

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

ARTICLE I

Name, Location and Mailing Address of Principal Office

The name of the corporation is KAMEHA ESTATES, INC. The principal office of the corporation is situated at 11946 Harbour Cove Drive South, Jacksonville, Florida 32225 and the mailing address of this corporation is P. O. Box 11331, Jacksonville, Florida 32239.

ARTICLE II Purpose

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and the State of Florida.

ARTICLE III Capital Stock

This corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section 1361(c)(2)(or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien. The corporation is authorized to issue 1,000 shares of capital stock, of which all shares shall be held by Hakeem Herndon, each share having a par value of \$1.00.

ARTICLE IV Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 11946 Harbour Cove Drive South, Jacksonville, Florida 32225, and the name of the initial registered agent of the corporation at that address is Hakeem Herndon.

ARTICLE V Directors

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name, street address and title of the members(s) of the first Board of Directors of the corporation are:

Name

Street Address

<u>Title</u>

Hakeem Herndon

11946 Harbour Cove Drive South

President, Secretary,

Jacksonville, FL 32225

Treasurer

ARTICLE VI

Incorporator

The name and street address of the incorporator of this corporation are Hakeem Herndon, of 11946 Harbour Cove Drive South, Jacksonville, Florida 32225.

ARTICLE VII

By-Laws

The initial By-Laws of this corporation shall be adopted by the director(s). By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

ARTICLE VIII Restrictions on Transfer of Stock

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minutes book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE IX Director Compensation

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation in any form.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

KAMEHA ESTATES, INC., desiring to organize under the laws of the State of Florida as a corporation, has named Hakeem Herndon, who maintains an office at 11946 Harbour Cove Drive South, Jacksonville, Florida 32225 as its registered agent to accept service of process within this State, all in accordance with Section 607.034, Florida Statutes.

DATED this 2 day of September, 2004.

Y: Hakeem Herndon, Incorporator

ACCEPTANCE

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 2 day of September, 2004.

Hakeem Horndon

ARTICLE X Indemnification

The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

of	IN WITNESS WHEREOF, the incorporator has executed these Articles the day, 2004.
	Hakeem Herndon, Incorporator
	TE OF FLORIDA NTY OF DUVAL The foregoing instrument was acknowledged before me this day of 2004 by Hakeem Herndon.
<u>~</u>	Notary Public, State of Fiorista 2003 18
Person	Print Name: My Commission Experies Ontology My Commission Experies My Commission Exper
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