Date: 12/7/04 Time: 4:41 PM To: # 18502050381

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FLORIDA PROFIT CORPORATION OR P.A.

K.A.G. CORPORATION

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Florida Dept of State



Secretary of State

December 2, 2004

ROETZEL & ANDRESS

SUBJECT: K.A.G. CORPORATION

REF: W04000043824

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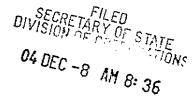
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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Alan Crum Document Specialist New Filings Section FAX Aud. #: H04000237554 Letter Number: 904A00067550



ARTICLES OF INCORPORATION OF K.A.G. HOLDINGS CORPORATION

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

K.A.G. HOLDINGS CORPORATION

SECOND: The initial principal office and mailing address [specify both if different] of the Corporation is:

K.A.G. HOLDINGS CORPORATION 463 GOLFVIEW DRIVE NAPLES, FL 34110

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock and the par value of each share shall be one dollar par value (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

K.A.G. HOLDINGS CORPORATION 463 GOLFVIEW DRIVE NAPLES. FL 34110

and the name and address of the Corporation's initial registered agent at such address is:

KENNETH GOODFELLOW, JR. 463 GOLFVIEW DRIVE NAPLES, FL 34110

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

KENNETH GOODFELLOW, JR., President and Treasurer LORAYNE GOODFELLOW, Vice President and Secretary 463 GOLFVIEW DRIVE NAPLES, FL 34110

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SIXTH: The name and address of the sole incorporator is:

John Clapper, III, Esq. Roetzel & Andress, LPA 850 Park Shore Drive, Suite 300 Naples, Florida 34103

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this t/ day of November, 2004.

Jøhn Clapper, III, Es Sole Incorporator

I, KENNETH GOODFELLOW, JR., having been designated to act as registered agent, hereby agree to act in this capacity.

KENNETH GOODFELLOW, JR.

Initial Registered Agent

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