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SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 APR 21 PM 2:49

B. McKnight APR 25 2005

Edward L. Stahley, P.A.
Attorney at Law

150-D Fortenberry Road
Merritt Island, FL 32952

TELEPHONE (321)453-3602

FAX (321)453-3678

April 19, 2005

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

RE: King & Rivera, Inc.
Our File No. 05-38

Dear Madame:

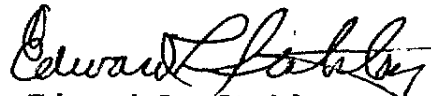
Enclosed find Articles Of Incorporation for King & Rivera, Inc., which we desire to incorporate under the laws of the State of Florida. We are also enclosing herewith a certificate designating place and agent for service of process, along with our check in the amount of \$122.50 to cover the following incorporation fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	\$ 35.00

Please attach your certificate to the enclosed copy of the Articles Of Incorporation, returning same to me at your earliest convenience.

With kindest regards, I remain

Very truly yours,


Edward L. Stahley

ELS/vjr

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
KING & RIVERA, INC.

KNOW ALL MEN BY THESE PRESENTS: That the undersigned hereby organizes and incorporates for the purpose of forming a body corporation under and by virtue of "CHAPTER 607, CORPORATION LAW, FLORIDA STATUTES, 1997", as amended, for the transaction of business, and under the following charter:

ARTICLE I

The name of the corporation shall be KING & RIVERA, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be: To own, manage and otherwise operate an investment company, and all functions related thereto; and any other legal purpose.

ARTICLE III

The total amount of the capital stock of the corporation shall be ONE THOUSAND (1,000) shares of common stock, having a nominal or par value of ONE (\$1.00) DOLLAR per share.

The whole or any part of the capital stock of the corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation as

shall be fixed by the Board of Directors. Property or labor also may be purchased with the capital stock at such valuation as shall be fixed by the Directors.

ARTICLE IV

The amount of the capital, in lawful money of the United States of America, or its equivalent, with which the corporation shall begin business shall be the sum of FIVE HUNDRED (\$500.00) DOLLARS or more.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The Board of Directors of this corporation shall be any number not less than one or more than thirteen, fixed from time to time by the By-laws of the company.

ARTICLE VII

The principal office, or place of business, of this corporation shall be: 1440 S. Banana River Drive, Merritt Island, FL 32952.

ARTICLE VIII

The names and post office addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-laws of this corporation and "CHAPTER 607,

CORPORATION LAW, FLORIDA STATUTES, 1997", as amended, shall hold offices until the first meeting of the incorporators of said corporation, or until their successors are elected and qualified, shall be:

DIRECTORS

POST OFFICE ADDRESS

ROBERT M. KING

1440 S. Banana River Drive
Merritt Island, FL 32952

DOROTHY JEAN RIVERA

1151 Covington St.
Oviedo, FL 32765

ARTICLE IX

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares each agrees to take, and the value of the consideration therefore, (the sum of which is not less than the amount of initial capital specified in Article IV), are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>CONSIDERATION</u>
ROBERT M. KING	1440 S. Banana River Dr. Merritt Island, FL 32952	250	\$250.00
DOROTHY JEAN RIVERA	1151 Covington St. Oviedo, FL 32765	250	\$250.00

ARTICLE X

The incorporators hereby designate ROBERT M. KING, as registered agent and the registered office address is: 1440 S. Banana River Drive, Merritt Island, FL 32952.

ARTICLE XI

The business of the corporation shall be managed, controlled, and conducted by a President, Vice-President, Secretary and Treasurer (any person may hold two or more offices) and by a Board of Directors. The directors shall be chosen annually after the annual meeting of stockholders. The officers who shall serve during the first year of the existence of the corporation or until their successors are elected and qualified, shall be:

OFFICER	ADDRESS
ROBERT M. KING President	1440 S. Banana River Drive Merritt Island, FL 32952
DOROTHY JEAN RIVERA Secretary/Treasurer	1151 Covington St. Oviedo, FL 32765

At the first meeting after incorporation, the incorporators, or the then stockholders, may proceed with the election of a President, Vice-President, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer, if they choose, to fill the positions of those same terms, to-wit: during the first year of the existence of the corporation, or until after their successors are elected and qualified. The number of directors and their terms of office and manner of election, as well as their duties, shall be prescribed in the By-laws of the company.

A majority of the directors present at the meeting duly and regularly called shall constitute a quorum, and a majority vote of directors present shall control.

The first meeting of the stockholders will be held at the office of the Corporation at 1440 S. Banana River Drive, Merritt Island, FL 32952, on the 22nd day of April, 2005, and thereafter on the 4th Friday of April of each year unless changed by the By-Laws of this company.

All payments for stock shall be payable in lawful money of the United States of America; provided, however, that any designated portion of the stock shall be made payable in property, labor or services at a just valuation to be fixed by the incorporation or by the directors at a meeting called for such purpose. Property, labor or services may be also purchased or paid for with the capital stock at a just valuation of such property, labor or services to be fixed by the directors of the company, at a meeting called for such purpose. All stock issued shall be fully paid and nonassessable. Stock shall be transferable only in a manner prescribed in the By-Laws and every person becoming a stockholder by such transfer shall in proportion to his stock, succeed to all the rights and liabilities of the prior stockholder.

Immediately after the adjustment of the annual meeting of the stockholders, the directors shall hold their annual meeting for the election of officers and such other business as may properly come before this meeting. Meetings of the Board of Directors shall be held within or without the State of Florida, but meetings of the stockholders shall be held at the principal office of the corporation at 1440 S. Banana River Drive, Merritt Island, FL 32952. This corporation may have such other places to transact business within or without the State of Florida as may be deemed desirable.

The amount of indebtedness or liability to which the corporation may, at any time, subject itself, shall be unlimited. The corporation shall adopt By-Laws for the government of its affairs not inconsistent with the Articles of Incorporation and the Laws of the State of Florida, which may be amended or replaced as provided by said By-Laws.

IN WITNESS WHEREOF, the subscribers hereby sets their hands and seals, this 18th day of April, 2005.

Signed, seal, and delivered in the presence of:

Valerie J. Righenzi
Witness

Edward L. Stahley
Witness

Robert M. King
ROBERT M. KING

Dorothy Jean Rivera
DOROTHY JEAN RIVERA

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, a Notary Public, in and for the State of Florida, At Large, personally appeared ROBERT M. KING and DOROTHY JEAN RIVERA, known to be the persons who executed the foregoing Articles of Incorporation of KING & RIVERA, INC., and they acknowledged before me that they executed same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in said County and State, this 18th day of April, 2005.

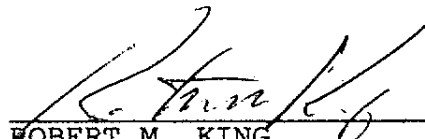


Valerie J. Righenzi
My Commission DD036431
Expires August 28, 2005

Valerie J. Righenzi
Valerie J. Righenzi
Notary Public - State of Florida
At Large

ACKNOWLEDGMENT

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said act relative to keeping said office open.



ROBERT M. KING
Registered Agent

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

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST--THAT KING & RIVERA, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT 1440 S. BANANA RIVER DRIVE, MERRITT ISLAND, FL 32952,
BREVARD COUNTY, STATE OF FLORIDA, HAS NAMED ROBERT M. KING, LOCATED
AT 1440 S. BANANA RIVER DRIVE, MERRITT ISLAND, FL 32952, ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:


ROBERT M. KING

TITLE:

President

DATE:

April 18, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY
AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE:


ROBERT M. KING

DATE:

April 18, 2005