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9/30/05-

Cecily Robinson-Duffie

Requestor's Name

Address

13899 Biscayne Blvd.

City

State

Zip

Phone

N. Miami Beach, FL 33181

CORPORATION(S) NAME

G. J. Kidney & Associates, Inc.

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TALLAHASSEE, FLORIDA



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Profit



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Amendment



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Foreign



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Limited Partnership



Annual Report



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Reinstatement



Reservation



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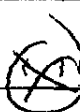
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**ARTICLES OF INCORPORATION
OF
G. J. Kidney & Associates, Inc.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is G. J. Kidney & Associates, Inc.
2. **Duration.** The period of duration is perpetual.
3. **Purpose.** The purpose is to provide consulting services for educational and other professional organizations and to fulfill other goals and any legal activities authorized under the laws of the United States and the State of Florida.

4. **Capital Stock.** The corporation is authorized to issue one hundred shares of common stock at \$.01 par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

Cecily Robinson-Duffie
Attorney at Law
13899 Biscayne Boulevard
Miami, FL 33181

6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

G. J. Kidney & Associates, Inc.
6235 Arlington Way
Ft. Pierce, FL 34951

7. **Initial Board of Directors.** This corporation shall have two directors

Document Prepared by:
Cecily Robinson-Duffie, Esq.
P.O. Box 600354
Miami, FL 33160
305-948-3050
Florida Bar No. 0821683

05 OCT -3 PM 12:00
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TALLAHASSEE, FLORIDA

initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are:

Gwendolyn Jennings Kidney, President and Director
6235 Arlington Way
Ft. Pierce, FL 34951

Winifred Graham, Vice-President, Secretary and Director
2525 Raleigh Street
Hollywood, FL 33020

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Gwendolyn Jennings Kidney
6235 Arlington Way
Ft. Pierce, FL 34951

9. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

10. **Indemnification.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

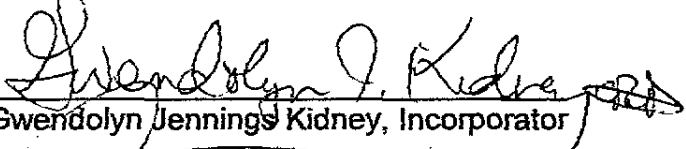
12. **Conflict of Interest.** This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (2002), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other

corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be

counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these

Articles of Incorporation this 29 day of Sept. 2005.


Gwendolyn Jennings Kidney, Incorporator


Cecily Robinson-Duffie, Registered Agent

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