

12/18/2006 MON 17:02 FAX 954-473-4907 Lerner & Klinton P.A. 001/006  
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Division of Corporations Page 1 of 1

Florida Department of State  
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To:  
Division of Corporations  
Fax Number : (850) 205-0381

Effective Date

01/01/07

From:  
Account Name : TODD W. KLINTON, ESQ.  
Account Number : 075221000013  
Phone : (954) 473-4900  
Fax Number : (954) 473-4907

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**KARNEL KNOWLEDGE, INC.**

Certificate of Status	0
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FAX AUDIT # H060002974593

**ARTICLES OF INCORPORATION  
OF  
KARNEL KNOWLEDGE, INC.**

Effective Date

01/01/07

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of the corporation is KARNEL KNOWLEDGE, INC.

**ARTICLE II**

**NATURE OF BUSINESS**

The corporation may transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

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**ARTICLE IV  
CERTIFICATES**

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

**ARTICLE V  
ADDRESS**

The mailing address and initial street address of the principal office of this corporation is 3418 Ottawa Lane, Cooper City, Fl 33026.

**ARTICLE VI  
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII  
INDEMNIFICATION**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

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**ARTICLE VIII**

**INITIAL DIRECTOR**

The name and address of the initial Director who shall hold office until his successor is elected and has qualified is:

Nelson Ellerin

3418 Ottawa Lane  
Cooper City, FL 33026

**ARTICLE IX**

**INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME	ADDRESS
Todd W. Kliston	8211 West Broward Boulevard, Suite 375 Plantation, FL 33324

**ARTICLE X**

**REGISTERED OFFICE & REGISTERED AGENT**

The street address of the corporation's initial registered agent is 8211 West Broward Boulevard, Suite 375, Plantation, Florida 33324 and the name of the initial registered agent at that office is Todd W. Kliston.

**ARTICLE XI**

**EFFECTIVE DATE**

The initial date of incorporation shall be January 1, 2007.

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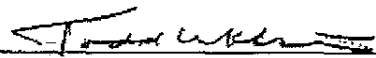
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ARTICLE XII  
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: DEC 18, 2006

  
\_\_\_\_\_  
Todd W. Kliston

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - KARNEL KNOWLEDGE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF COOPER CITY, STATE OF FLORIDA, HAS NAMED TODD W. KLISTON, LOCATED AT 8211 WEST BROWARD BOULEVARD, SUITE 375, CITY OF PLANTATION, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE OBLIGATIONS OF THIS POSITION.

SIGNATURE: \_\_\_\_\_

Todd W. Kliston  
(registered agent)

DATE: \_\_\_\_\_

DEC 18, 2006

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TALLAHASSEE, FLORIDA

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