No. 209 18-Florida Department of State

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# FLORIDA PROFIT/NON PROFIT CORPORATION

KW Processing, Inc.

| Certificate of Status | 0       |
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2010 NOV 18

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# Nov. 18. 2010 9:11AM ZKS 407-418-1251 (((H10000250428<sup>3</sup>3)))

#### No. 2091 P. 2 FILED SECRETARY OF STARL DIVISION OF CORFURAT

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#### ARTICLES OF INCORPORATION

### OF

#### KW PROCESSING, INC.

Pursuant to the filing of these Articles of Incorporation (these "Articles"), the undersigned hereby forms a Florida profit corporation under The Florida Business Corporation Act, Chapter 607, Florida Statutes (the "Act").

## ARTICLE I <u>NAME</u>

The name of the corporation is KW PROCESSING, INC. (the "Corporation").

# ARTICLE II <u>PURPOSE</u>

The general purpose of the Corporation shall be the transaction of any and all lawful business.

# ARTICLE III PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 327 N. Orange Avenue, Orlando, Florida 32801. The location of the principal office shall be subject to change as provided in Bylaws duly adopted by the Corporation.

#### ARTICLE IV COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation's corporate existence shall be deemed to have commenced on the date on which these Articles are filed by the Department of State.

#### ARTICLE V SHARES

The number of shares which the Corporation shall have authority to issue is One Thousand (1,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

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# Nov. 18. 2010 9:11AM ZKS 407-418-1251

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## ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation, and the registered agent at such address are as follows:

# Sean E. Kelley 327 N. Orange Avenue Orlando, Florida 32801

# ARTICLE VII INITIAL DIRECTORS AND OFFICERS

The number of directors constituting the initial Board of Directors of the Corporation is two (2). The number of directors may be increased or decreased from time to time pursuant to Bylaws duly adopted by the Corporation, but in no event shall the number of directors be less than one (1). The names and addresses of the persons who are to serve as the initial directors until the first annual meeting of the shareholders of the Corporation, or until successor directors are elected and qualified, are as follows:

> Sean E. Kelley 327 N. Orange Avenue Orlando, Florida 32801

Dana Williams 327 N. Orange Avenue Orlando, Florida 32801

Until the first meeting of the Board of Directors of the Corporation, or until their successors are elected and have qualified, the following shall be the initial officers of the Corporation:

**President / Secretary:** 

Sean E. Kelley 327 N. Orange Avenue Orlando, Florida 32801

Vice President/ Treasurer:

Dana Williams 327 N. Orange Avenue Orlando, Florida 32801

### ARTICLE VIII INCORPORATOR

The name and address of the sole incorporator of the Corporation are as follows:

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Nov. 18. 2010 9:11AM ZKS 407-418-1251 (((H10000250428 3)))

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No. 2091 P. 4 SECRETARY OF STALL DIVISION OF CORPORATION

2010 NOV 18 PH 12: 29

Seen E. Kelley 327 N. Orange Avenue Orlando, Florida 32801

IN WITNESS, WHEREOF, these Articles have been signed by the undersigned incorporator this  $17^{-17}$  day of November, 2010.

E. Kelley, Incorporator

#### ACCEPTANCE OF APPOINTMENT

BY

#### INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in <u>Article VI</u> of the foregoing Articles of Incorporation as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED this  $17^{+1}$  day of November, 2010.

Sean E. Kelley, Registered Agent

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