



Prentice Hall Legal & Financial Services

ATTN: Kris (904) 222-7405

1201 HAYS STREET, SUITE 105
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

Keppel Ventures Inc

P95000004491

☐ Amendment
☐ Annual Report
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Domestication
☐ Fictitious Business Name
☐ Foreign - Profit
☐ Foreign - Non-Profit
☐ Limited Partnership
☐ Limited Liability
☐ Mtr. Veh.

☐ Merger
☐ Name Reservation
☐ Name Registration
☐ Non-Profit/Articles of Incorporation
☒ Other
☒ Profit/Articles of Incorporation
☐ Reinstatement
☐ Resignation of R.A., Off/Dir
☐ Trademark
☐ UCC/Filing 1
☐ UCC/Filing 3

RECEIVED 1 18 1995
18 22 00 00 00 00
*****70.00 *****70.00

FILED
JAN 18 PM 2 55
STATE OF FLORIDA

☒ Certified Copy
☐ Photocopy
☐ Corporate Print-Out
☐ Fictitious/Owner Search

☐ CUS
☐ Good Standing
☐ R.A., Off/Dir Search

H 5015 JAN 18 1995

☒ Walk In

() Call if Problem

() Will Wait

(X) Pick up 1/18/95
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Mia BY: AmH

BRANCH RECEIVING: Tally BY: ZmW

REF/JOB # B04181

CLIENT MATTER # _____

SAME DAY _____ 24 HR _____ ROUTINE _____

VERBAL REQUESTED: YES OR NO

DATE SENT: 1/18/95 MAIL FAX FED EXP.

FILED: 1/18/95

SENT TO: BRANCH _____ CLIENT _____

SPECIAL INSTRUCTIONS: _____

CHECK #

ST./CTY/ FEES

CORR. FEE/
SPEC. HANDL.

MESSENGER

COPIES

FAX FEE

OTHER

TOTAL

70.00

1

ARTICLES OF INCORPORATION
OF
KAPPALM VENTURES, INC.

ARTICLE I
NAME

The name of this corporation shall be:

Kappalm Ventures, Inc.

ARTICLE II
DURATION

This corporation shall commence its existence upon the filing of these Articles.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue twenty five hundred (2500) shares of one cent (\$0.01) par value common stock, which shall be designated "Common Shares".

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI
PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: c/o Sea Ranch Club of Boca, 4747 North Ocean Blvd., Boca Raton, Florida 33308.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is c/o Sea Ranch Club of Boca, 4747 North Ocean Blvd., Boca Raton, Florida 33308. The initial registered agent is Michael Kaplan.

FILED
JUN 15 PM 2 55
SECRETARY OF STATE
PALM BEACH, FLORIDA

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The name of the Director is:

Michael Kaplan

The address of the Director is: c/o Sea Ranch Club of Boca, 4747 North Ocean Blvd., Boca Raton, Florida 33308.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is Mario A. Romine, 19495 Biscayne Blvd., Suite 606, North Miami Beach, Florida 33180.

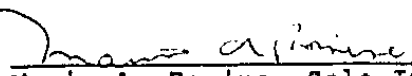
ARTICLE X
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI
AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of January, 1995.



Mario A. Romine, Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED: THIS 4TH DAY OF NOVEMBER, 1994.

BY: 

MICHAEL KAPLAN

FILED
95 JAN 18 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA