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2245 Altamont Avenue
Fort Myers, Florida 33901

Fort Myers, Florida 33901

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55 JUN 23 PM 3:35

01/23/95--01/99--005
 ***122.50 ***122.50

Enclosed please find original and one copy of the Articles of Incorporation for the above-named corporation, together with a check in the sum of \$122.50, representing the following charges:

Very truly yours

Enc.

ARTICLES OF INCORPORATION
OF
KAY NIK, INC.

FILED
SECRETARY OF STATE
RECORDS & CORPORATIONS
55 JAN 23 PM 3:36

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is KAY NIK, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this corporation is located at 1318 N. Homestead Road, Lehigh Acres, FL 33936, and its mailing address is 1318 N. Homestead Road, Lehigh Acres, FL 33936.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding

Common Shares.

ARTICLE VI - TERM

This corporation shall commence its existence upon filing Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VII - PRE-EMPTIVE 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 (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 1318 N. Homestead Road, Lehigh Acres, FL, 33936, and the name of the initial registered agent of this corporation is MYRA A. HITCHCOCK, whose address is 1318 N. Homestead Road, Lehigh Acres, FL 33936.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is:

MYRA A. HITCHCOCK - 206 East 6th Street, Lehigh Acres, FL 33936

ARTICLE X - INCORPORATORS

The name and address of the person signing these
Articles is:

MYRA A. HITCHCOCK - 206 East 6th Street, Lehigh Acres, FL
33936

ARTICLE XI

The names and post office addresses of the initial subscribers of
this Certificate of Incorporation and the number of shares of the
capital stock of this corporation subscribed by the said
subscribers of these Articles of Incorporation are as follows:

MYRA A. HITCHCOCK - 206 East 6th Street, Lehigh Acres,
Florida 33936

100 shares

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any officer or
director or any former officer or director, to the fullest extent
permitted by law either now existing or hereafter enacted.

ARTICLE XIII

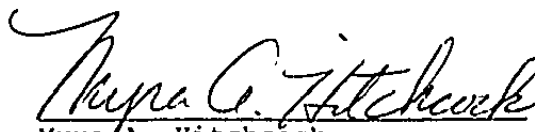
No contract or other transaction between this
corporation and any other corporation, and no act of this
corporation shall in any way be affected or invalidated by the
fact that any of the directors of this corporation are
pecuniarily or otherwise interested in, or are directors, or
officers of, such other corporation. Any director, individually,
or any firm of which any director may be a member, may be a 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 corporation, or who it is that 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 director or officer of such other corporation, or not so interested.

ARTICLE XIV

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 19th day of January, 1995.


Myra A. Hitchcock
Subscriber

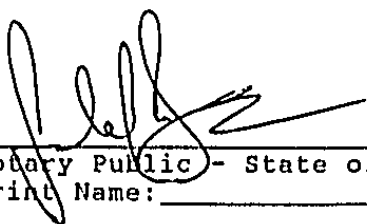
Subscriber

Subscriber

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MYRA A. HITCHCOCK, who is personally known to me or who has produced _____, as identification and who did take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of January, 1995.



Notary Public - State of Florida
Print Name: _____

My commission expires:



JERALD J. CHILPALA
My Commission CC274140
Expires Apr. 05, 1997
Bonded By ANB
800-852-8878

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That KAY NIK, INC.

desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at: 1318 N. Homestead Road

City of Lehigh Acres County of Lee

State of Florida 33936

has named MYRA A. HITCHCOCK

located at 1318 N. Homestead Road

City of Lehigh Acres County of Lee

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation and agree to comply with the provisions of said Act relative to keeping open said office.

By: Myra A. Hitchcock

Myra A. Hitchcock
Registered Agent

FILED
SECRETARY OF STATE
JAN 23 1968
95 JAN 23 1968