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Moyle Flanigan  
(Requester's Name)  
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Tallahassee, FL 32301  
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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Kelby International, Inc. Articles of Incorporation  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_ ☒ Certified Copy  
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

FILED  
1995 FEB - 7 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
95 FEB - 7 AM 10:58  
DIVISION OF CORPORATION

2nd

F. CHESSER FEB 7 1995

ARTICLES OF INCORPORATION  
OF  
KELBY INTERNATIONAL, INC.

FILED  
1983 FEB -7 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I

Name of Corporation

The name of this Corporation shall be KELBY INTERNATIONAL, INC. (the "Corporation").

ARTICLE II

Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 7108 Fairway Drive, Suite 285, Palm Beach Gardens, Florida 33410.

ARTICLE III

Purpose

This Corporation is organized for the following purposes:

(a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is

organized and any and all acts amendatory thereof and supplemental thereto.

(b) For the purpose of transacting any or all lawful business.

(c) To do any and everything pertinent to the above.

#### ARTICLE IV

##### Capital Stock

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

#### 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 (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE VI

##### Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

#### ARTICLE VII

##### Initial Registered Office and Agent

The street address of the initial registered office of this

Corporation is 625 North Flagler Drive, Ninth Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is John F. Flanigan, Esquire.

#### ARTICLE VIII

##### Initial Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are as follows:

|                  |  |
|------------------|--|
| John C. Davey    | 7108 Fairway Drive, Suite 285<br>Palm Beach Gardens, Florida 33410 |
| Georgia A. Davey | 7108 Fairway Drive, Suite 285<br>Palm Beach Gardens, Florida 33410 |

#### ARTICLE IX

##### By-Laws

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

#### ARTICLE X

##### Indemnification

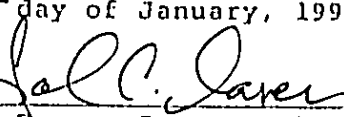
The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Incorporator

The name and address of the person signing these Articles are as follows: John C. Davey, 7108 Fairway Drive, Suite 205, Palm Beach Gardens, Florida 33410.

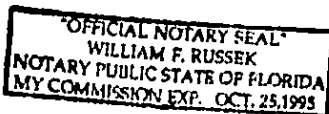
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20<sup>th</sup> day of January, 1995.

  
John C. Davey, Incorporator

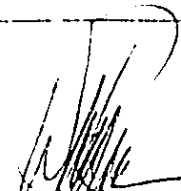
STATE OF FLORIDA )

COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of January, 1995, by JOHN C. DAVEY, as Incorporator of KELBY INTERNATIONAL, INC., on behalf of the Corporation, and he ☒ is personally known to me or  
[ ] has produced \_\_\_\_\_ as identification and did take an oath.

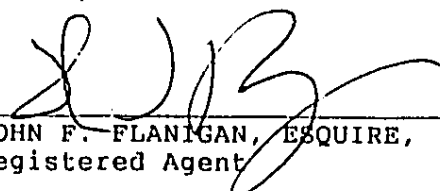


(NOTARY STAMP)

  
Notary Name: William F. Russek  
Notary Public  
Serial (Commission) Number \_\_\_\_\_  
(if any) \_\_\_\_\_

ACCEPTANCE

I hereby accept appointment as Registered Agent of KELBY INTERNATIONAL, INC. as provided in Article VII, hereof.

  
\_\_\_\_\_  
JOHN F. FLANIGAN, ESQUIRE,  
Registered Agent

FILED  
1995 FEB - 7 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA