

THE FOLLOWING MAY CONCERN,
P9500000 29590

PLEASE SEND THE REGISTERED COPY OF THE ARTICLE OF
INCORPORATION OF KALEM, INC. TO:

MARC LABOSSIERE, P.A.
2500 HOLLYWOOD BLVD. SUITE 215
HOLLYWOOD, FLORIDA 33020

THANK YOU.

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FILED
95 APR 10 PM 1:11
CLERK OF DISTRICT COURT
HOLLYWOOD, FLORIDA

ARTICLES OF INCORPORATION
OF
KALEM, INC.

95 APR 10 PM 11:11
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation for profit under the laws of the State of Florida, and do hereby subscribe, acknowledge, and file in the Office of the Secretary of State of the State of Florida, the following Articles of Incorporation, to wit:

ARTICLE I

The corporate name shall be, Kalem , Inc.

ARTICLE II

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

ARTICLE III

1. The number of shares of authorized capital stock of the corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock with a nominal par value of One Dollar (\$1.00) each.

2. The capital stock may be paid for in property, labor, services, or cash at a just valuation to be fixed by the stockholders. All of such stock shall be fully paid and non-assessable.

ARTICLE IV

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V

The term for this corporation shall be perpetual.

ARTICLE VI

The principal office of the corporation shall be at C/O 2500 Hollywood Blvd. Suite #215 Hollywood, Florida 33320. This corporation may have such other places of business in the state of Florida as the nature and progress of the business of the corporation shall from time to time render necessary or desirable. The stockholders may from time to time move the principal office to any other address in Florida.

ARTICLE VII

The corporation shall initially have one (1) Director to hold office until the first Annual Meeting of Shareholders and until their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased, from time to time, in accordance with the By-Laws of the corporation. The name and address of the initial Director of the corporation is:

Marc Labossiere
2500 Hollywood Blvd. Suite 215
Hollywood, Florida 33020

ARTICLE VIII

The name and street address, and the number of shares subscribed to by the initial subscriber hereto, who is to conduct the business of the corporation until those elected at the organizational meeting is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Henri Bertrand	C/O 2500 Hollywood Blvd. #215 Hollywood , Florida 33320	500

ARTICLE IX

The initial registered office shall be at 2500 Hollywood Blvd. Suite 215, Hollywood Florida 33020 and the initial registered agent at the same address shall be Marc Labossiere.

ARTICLE X

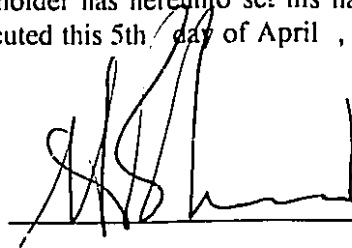
1. When the stockholders so determine, any increase of the common stock shall be first offered pro-rata to the common stockholders who may desire to subscribe for such stock in relation to their present holdings.

2. Every amendment shall be approved by the stockholders at the stockholders meeting by fifty-one (51%) percent of the stock entitled to vote thereon.

3. Any meeting of the stockholders may be held within or without the State of Florida.

4. Officers of this corporation need not be stockholders.

IN WITNESS WHEREOF, the subscribing stockholder has hereunto set his hand and seal, and caused these Articles of Incorporation to be executed this 5th day of April, 1995.

A handwritten signature in black ink, appearing to be "J. S. [unclear]", is written over a horizontal line.

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared Henri Bertrand to me well known and known to me to be the persons who executed the foregoing Articles of Incorporation and he has acknowledged to and before me that he has executed the same for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal at Hollywood, Broward County, Florida this 5th day of April, 1995.



MARC LABOSSIERE
MY COMMISSION # CC 150320 EXPIRES
October 8, 1995
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT A PLACE DESIGNATED ON THIS CERTIFICATE, I HEREBY ACCEPT SAID DESIGNATION AS REGISTERED AGENT AND AGREE TO COMPLY WITH THE PROVISIONS OF LAW RELATIVE TO KEEPING SAID OFFICE OPEN.



REGISTERED AGENT