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SCOTT B. BABBITT, P.A.
ATTORNEY AT LAW

SCOTT B. BABBITT

May 8, 1995

800 WEST CYPRESS CREEK ROAD
SUITE 502
PORT LAUDERDALE, FLORIDA 33009
BROWARD (305) 771-5297
FAX (305) 771-4001

Secretary of State
State of Florida
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

Re: K.A.T. Future, Inc.
Our File No. 6-2-2805

500001483145
-05/10/95--01101--006
****122.50 ****122.50

Dear Madam or Sir:

Enclosed herewith are the following:

1. One original and one conformed copy of the Articles of Incorporation;
2. A check in the amount of \$122.50 for filing fee and certified copy fee; and
3. A self-addressed, stamped envelope.

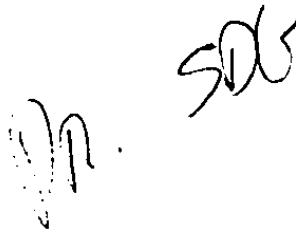
Please file the enclosed articles and return a certified copy of same to me in the envelope provided.

Should you have any questions regarding the enclosures, please do not hesitate to contact me.

Very truly yours,


SCOTT B. BABBITT

SBB/jc
Enc.


FILED
95 MAY 10 AM 8:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
K.A.T. FUTURE, INC.**

FILED
95 MAY 10 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **K.A.T. FUTURE, INC.** The principal place of business of the corporation shall be , or such other place as may be designated by the Board of Directors.

ARTICLE II

PURPOSE

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

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding is **ONE HUNDRED (100) SHARES** of common stock, each share having \$1.00 par value. Each stockholder of the corporation shall be entitled to one (1) vote for each paid, non-assessable share owned by him, and there shall be no cumulative voting. No holder of shares of the corporation of any class now or hereafter authorized shall have any preferential or preemptive right to subscribe for, purchase, or receive any shares of the corporation of any class now or hereafter authorized, or any options or warrants for such shares, which at any time may be issued, exchanged, or offered for sale by the corporation.

ARTICLE IV

DURATION

This corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND ADDRESS

The initial street address of the registered office of this corporation in the State of Florida shall be:

6511 Pierce Street
Hollywood, FL 33024

The registered agent shall be KAREN LEBOWITZ.

ARTICLE VI

DIRECTORS

The number of directors of this corporation shall be such as shall from time to time be fixed by and in the manner provided in the By-Laws of the corporation, but shall at no time be less than one nor more than seven. Except, as may otherwise be required by law, vacancies in the Board of Directors and newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority of the directors then in office, although less than a quorum.

ARTICLE VII

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

KAREN LEBOWITZ
6511 Pierce Street
Hollywood, FL 33024

ARTICLE VIII

SUBSCRIBERS

The names and post office addresses of the subscribers to these Articles of Incorporation are:

KAREN LEBOWITZ
6511 Pierce Street
Hollywood, FL 33024

ARTICLE IX

INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any person whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be entitled under any By-Laws, agreement, vote of shareholders, or disinterested directors, or otherwise, both as action in his official capacity and as to action in another capacity while holding such office, and shall continue to as a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE X

AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute

and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors herein are granted subject to this reservation.

ARTICLE XI

COMMENCEMENT

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

IN WITNESS WHEREOF, we have hereunto set our hand and seal this 3RD day of

May, 1995.

Karen Lebowitz
KAREN LEBOWITZ

STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, an officer duly authorized in the State and County mentioned above, to take acknowledgments, personally appeared KAREN LEBOWITZ to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same on this 3RD day of May, 1995.

Janine E. Cox
Notary Public, State of Florida

Personally known _____

JANINE
(Print or Type Name of Notary)

Identification produced FL DRIVER'S LICENSE

My Commission Expires: _____



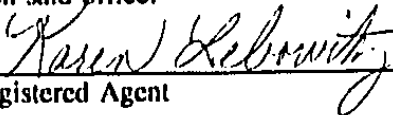
JANINE E. COX
COMMISSION # CC 435928
EXPIRES JAN 30, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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

K.A.T. FUTURE, INC., desiring to organize under the laws of the State of Florida with its principal office at 6511 Pierce Street, Hollywood, FL 33024, has named **KAREN LEBOWITZ** as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



Registered Agent

FILED
95 MAY 10 AM 8:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THIS DOCUMENT PREPARED BY:

SCOTT B. HABBITT, P.A.
800 West Cypress Creek Road
Suite 502
Ft. Lauderdale, FL 33309
(305) 771-5297