P950000483335

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

___ of ___ No. ~~51075~~

REF: NCK, Inc.

RECEIVED
95 JUN 16 AM 10: 36
DIVISION OF CORPORATION

NAME ____
FIRM ____
ADDRESS ____

PHONE ( ) ____

Service: Top Priority ____ Regular ____
One Day Service Two Day Service

To us via ____ Return via ____

Matter No.: ____ Express Mail No. ____

State Fee $ ____ Our $ ____

		C.C. FEE.	DISBURSED
✓	Capital Express		
✓	Art. of Inc. File		
	Corp. Record Search		
	Ltd. Partnership File		
✓	Foreign Corp. File		
✓	( ) ~~Cert.~~ Copy(s)		
	Art. of Amend. File		
	Dissolution/Withdrawal		
	C U S-	500001515195	
	Fictitious Name File	-06/16/95--01043--018	
		*****70.00	*****70.00
	Name Reservation		
	Annual Report/Reinstatement		
	Reg. Agent Service		
	Document Filing		
	Corporate Kit		
	Vehicle Search		
	Driving Record		
	Document Retrieval		
	UCC 1 or 3 File		
	UCC 11 Search		
	UCC 11 Retrieval		
	___ File No.'s, ___ Copies		
	Courier Service		
	Shipping/Handling		
	Phone ( )		
	Top Priority		
	Express Mail Prep.		
	FAX ( ) pgs.		
	SUBTOTALS		

W95-12300

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 21 PM 12:59

EFFECTIVE DATE
6-14-95

DB 6/16/95

FEE........ $
DISBURSED........ $
SURCHARGE........ $
TAX on corporate supplies........ $
SUBTOTAL........ $
PREPAID........ $
BALANCE DUE........ $
.... $

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	SAZ		

WALK-IN
Will Pick Up 6-16 2:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 16, 1995

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: NCK, INC.
Ref. Number: W95000012300

We have received your document for NCK, INC. and your check(s) totaling $70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Bundick
Corporate Specialist

Letter Number: 695A00029704

Corrected

_____ of _____

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: Nck, Inc

NAME ____________________
FIRM ____________________
ADDRESS ____________________

PHONE (   ) ____________________

Service: Top Priority ______ One Day Service   Regular ______ Two Day Service

To us via ____________ Return via ____________

Matter No.: ____________ Express Mail No. ____________

State Fee $ ____________ Our $ ____________

	C.C. FEE.	DISBURSED
____ Capital Express℠		
✓ Art. of Inc. File		
____ Corp. Record Search		
____ Ltd. Partnership File		
____ Foreign Corp. File		
✓ (~~Cert~~) Copy(s)		
____ Art. of Amend. File		
____ Dissolution/Withdrawal		
____ C U S-		
____ Fictitious Name File		
____ Name Reservation		
____ Annual Report/Reinstatement		
____ Reg. Agent Service		
____ Document Filing		
____ Corporate Kit		
____ Vehicle Search		
____ Driving Record		
____ Document Retrieval		
____ UCC 1 or 3 File	95 JUN 21 AM 10:38	
____ UCC 11 Search	DIVISION OF CORPORATIONS	
____ UCC 11 Retrieval		
____ File No.'s, ____ Copies		
____ Courier Service		
____ Shipping/Handling		
____ Phone ( )		
____ Top Priority		
____ Express Mail Prep.		
____ FAX ( ) pgs.		
SUBTOTALS		

FEE	$
DISBURSED	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
	$

JB 6/21/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	BAK		

WALK-IN
Will Pick Up 621 12:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

LAW OFFICES OF

FERGESON, SKIPPER, SHAW, KEYSER, BARON & TIRABASSI, P.A.

DOUGLAS R. BALD (1)
DAVID J. BARON (1)
CHARLA McNALLY BURCHETT (4)
JAMES O. FERGESON, JR. (2)
RICHARD R. GANS
STEPHEN B. KEYSER (3)
DAVID S. MAGLICH (1)
MATTHEW B. MAYPER
ANDREW SHAW
J. RONALD SKIPPER (4)
E. RALPH TIRABASSI (3)

1515 RINGLING BOULEVARD, SUITE 1000
SARASOTA, FLORIDA 34236

MAILING ADDRESS:
P. O. BOX 3018
SARASOTA, FLORIDA 34230

TELEPHONE (941) 957-1900
TELEFAX (941) 957-1800

PORT CHARLOTTE OFFICE:
18401 MURDOCK CIRCLE
PORT CHARLOTTE, FLORIDA 33948
TELEPHONE (941) 766-1900
TELEFAX (941) 766-0071

(1) BOARD CERTIFIED CIVIL TRIAL LAWYER
(2) BOARD CERTIFIED TAX LAWYER
(3) BOARD CERTIFIED REAL ESTATE LAWYER
(4) BOARD CERTIFIED WILLS, TRUSTS AND ESTATES LAWYER

June 20, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation/
NCK Investors, Inc.
File No. 5782/11892

Gentlemen:

I am enclosing an original and a copy of Articles of Incorporation for the above-named corporation, along with your letter dated June 16, 1995.

Please file the original of the enclosed Articles of Incorporation and return a copy to the undersigned.

Your prompt attention to this matter would be greatly appreciated.

Very truly yours,

SBK

Stephen B. Keyser

SBK:mlh
Enclosures
73129

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 21 PM 12:59
6-14-95

ARTICLES OF INCORPORATION

OF

NCK INVESTORS, INC.

The undersigned subscriber to the articles of incorporation, STEPHEN B. KEYSER, who is a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I.

Name

The name of this corporation is NCK INVESTORS, INC. The mailing address of the corporation is P.O. Box 25183, Sarasota, FL 34277.

ARTICLE II.

Term of Existence

The date when corporate existence shall commence on June 14, 1995, and the corporation shall have perpetual existence thereafter.

ARTICLE III.

Nature of Business

This corporation is organized to engage in any and all lawful businesses.

ARTICLE IV.

Powers

The corporation shall have power:

(a) To have perpetual succession by its corporation name.

(b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable scientific or educational purposes.

(n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy. (o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V.

Capital Stock

This corporation is authorized to issue Five Thousand (5,000) shares of one dollar ($1.00) par value common stock, which may be fractional shares. All stock, when issued, shall be fully paid and non-assessable.

ARTICLE VI.

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1515 Ringling Boulevard, Suite 1000, Sarasota, FL 34236, and the name of its initial registered agent at such address is STEPHEN B. KEYSER. The principal mailing address is P.O. Box 3018, Sarasota, Florida 34230.

ARTICLE VII.

Directors

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the board of directors, but any amendment to the bylaws which either increases or decreases the number of directors shall be ratified by holders of a majority of the outstanding shares of stock of the corporation, provided that the corporation shall always have at least one director. The name and street address of the initial director of this corporation, who shall serve until her successor(s) is(are) duly elected and qualified, is:

Name	Address
MONICA SELES	c/o Stephen B. Keyser 1515 Ringling Boulevard, Ste. 1000 Sarasota, Florida 34236

ARTICLE VIII.

Subscriber

The name and street address of the incorporator signing these articles of incorporation is:

Name	Address
STEPHEN B. KEYSER	1515 Ringling Boulevard, Ste. 1000 Sarasota, FL 34236

ARTICLE IX.

Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of this corporation.

ARTICLE X.

Indemnification

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

ARTICLE XI.

Preemptive Rights

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE XII.

Removal of Directors

The shareholders of this corporation shall be entitled to remove ar director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XIII.

Amendment

These articles of incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on June 20, 1995.

STEPHEN B. KEYSER

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on June 20, 1995, by STEPHEN B. KEYSER, who is personally known to me.

OFFICIAL SEAL
MICHELLE LAJOIE HERMEY
Notary Public State of Florida
My Comm. Exp.: Aug. 18, 1995
Commission No.: CC334845

Michelle Lajoie Hermey
(Name)
Notary Public
Serial Number (if any)
Commission Expiration Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 21 PM 12:59

Acceptance:

I hereby agree, as Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above designated address in Florida) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations provided for in §607.0505 of the Florida Statutes.

STEPHEN B. KEYSER
Registered Agent

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