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June 21, 1995

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

Re: KM Lighting, Inc.

700001523607
-06/27/95--01007--003
*****70.00 *****70.00

Dear Sir/Madam:

EFFECTIVE DATE

6-22-95

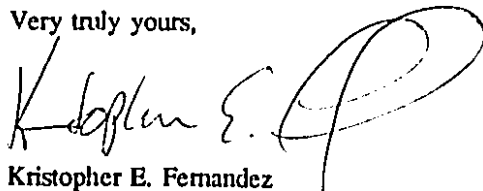
Enclosed are the following:

1. Articles of Incorporation for the above-referenced entity.
2. Acceptance by Registered Agent and Registered Office.
3. Check in the amount of \$70.00 to cover filing fees.

Please note that the Articles provide for an effective date of incorporation of June 22, 1995.

Enclosed you will also find a photocopy of the Articles. Please return the copy to me with the filing date stamped on it.

Very truly yours,


Kristopher E. Fernandez

Enclosures

FILED
1995 JUN 27 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. CHESSEY JUN 28 1995

**ARTICLES OF INCORPORATION
OF**

KM LIGHTING, INC.

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a for-profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

1. NAME

The name of the Corporation is:

EFFECTIVE DATE

6-22-95

KM LIGHTING, INC.

2. TERM OF EXISTENCE

The date when the corporate existence shall commence shall be June 22, 1995, and the Corporation shall have perpetual existence thereafter.

3. PURPOSE

The purpose for which the Corporation is organized is to transact any and all business for which a corporation may be incorporated under Florida laws, including the ownership and operation of real property.

4. CAPITAL STOCK

The Corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$1.00.

5. REGISTER AGENT AND OFFICE
PRINCIPAL OFFICE AND ADDRESS

The registered agent of the Corporation shall be Kristopher E. Fernandez, Esquire.

The registered office address shall be 705 W. Azeele Street, Tampa, Florida 33606.

The principal place of business and mailing address of the Corporation shall be 1225 - 131st Street East, Suite H, Tampa, Florida 33612.

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TALLAHASSEE, FLORIDA

6. BOARD OF DIRECTORS

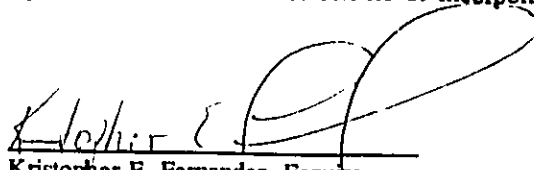
The initial Board of Directors shall have one member whose name and address is Michael G. Stone, 400 Valley Stream Drive, Unit 110, Naples, Florida 33962.

The number of directors may be raised or lowered by amendment of the bylaws of the Corporation, but shall in no case be less than one.

7. INCORPORATOR

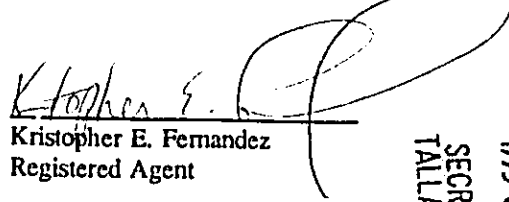
The incorporator of this Corporation is Kristopher E. Fernandez, Esquire, whose address is 705 W. Azeele Street, Tampa, Florida 33606.

In witness thereof, the undersigned incorporator has executed these Article of Incorporation this 22nd day of June, 1995.


Kristopher E. Fernandez, Esquire

ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE

Having been named Registered Agent and designated to accept service of process for KM Lighting, Inc., at 705 West Azeele Street, Tampa, Florida 33606, I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes.


Kristopher E. Fernandez
Registered Agent

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