

95000515
ROBERTO R. RUELO

ATTORNEY AT LAW
16409 ANIMWOOD DRIVE
TAMPA, FLORIDA 33624-1154

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ALSO ADMITTED IN ILLINOIS

July 17, 1995

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800001540348
-07/19/95--01019--014
****122.50 ****122.50

Re: Kimlyn International Corporation

Sirs/Mesdames:

Enclosed for filing in duplicate are the articles of incorporation of the above named entity, together with a \$122.50 check in payment of the filing fee, registered agent fee, and certified copy fee.

Should you need anything further in connection with this filing, please let me know. Thank you.

Very truly yours,

Roberto R. Ruelo
Roberto R. Ruelo

Enclosures

cc: Dennis L. Maningo
Edgar B. Ibanez

4/15 — *14/636*
06/28
06/17
06/11 — *2/20/95*
TD



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 20, 1995

ROBERTO R. RUELO
16409 ASHWOOD DRIVE
TAMPA, FL 33624-1152

SUBJECT: KIMLYN INTERNATIONAL CORPORATION
Ref. Number: W95000014636

We have received your document for KIMLYN INTERNATIONAL CORPORATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 995A00034734

ARTICLES OF INCORPORATION
OF
KIMLYN INTERNATIONAL CORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be KIMLYN INTERNATIONAL CORPORATION.

ARTICLE II - PURPOSES

The purposes for which the corporation is organized are: (1) to engage in the business of money transmitter under Chapter 560, Florida Statutes; (2) to engage in the import/export business and as a wholesaler or retailer of heavy equipment, auto parts, food items, etc.; or (3) to transact any or all lawful business for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III - AUTHORIZED SHARES

The number of shares which the corporation is authorized to issue is Five Thousand (5,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One Hundred Dollars (\$100.00) per share.

ARTICLE IV - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights pursuant to Section 607.0630, Florida Statutes, as now or hereafter amended.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF SHARES

No issued shares of the corporation shall be sold, transferred, pledged, encumbered or in any other way disposed of to any person unless a prior opportunity to acquire such shares is offered to the other shareholders in accordance with any written agreement between the shareholders as to restrictions on transfer of shares.

ARTICLE VII - INDEMNIFICATION

The officers, directors, employees, and agents of the corporation shall be indemnified by the corporation in such cases as now or hereafter provided in Section 607.0350, Florida Statutes.

ARTICLE VIII - PRINCIPAL OFFICE;
INITIAL REGISTERED AGENT AND ADDRESS

The principal office or mailing address of the corporation is 2901 North Dale Mabry Highway, # 1006, Tampa, FL 33607, or such office or address as the Board of Directors may, from time to time, determine. The street address of its initial registered agent is 2901 North Dale Mabry Highway, # 1006, Tampa, FL 33607, and the name of its initial registered agent at such address is Edgar B. Ibanez.

ARTICLE IX - INITIAL DIRECTORS; INCORPORATORS; SHAREHOLDERS

The corporation shall have two directors initially. The number of the directors may be increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial directors, incorporators, and shareholders are:

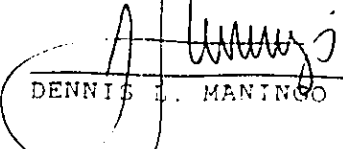
Dennis L. Maningo, 1223 Gold Finch Drive, Apt. 8, Plant City, Florida 33566; and


Edgar B. Ibanez, 13300 Neptune Drive, Hudson, Florida 34667.

ARTICLE X - BYLAWS

The power to adopt or amend the Bylaws shall be vested in the Board of Directors.

The undersigned have executed these Articles of Incorporation this 12th day of July, 1995, at Tampa, Florida.


DENNIS L. MANINGO


EDGAR B. IBANEZ

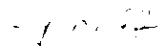
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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida: The name of the corporation is KIMLYN INTERNATIONAL CORPORATION; the name and address of the registered agent and office is Edgar B. Ibanez, of 2901 North Dale Mabry Highway, # 1106, Tampa, FL 33607.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: July 12, 1994.



EDGAR B. IBANEZ
Registered Agent