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A Partnership Including Professional Corporations

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R. DONALD MASTRY
(813) 824-8140

STATE
OFFICE
2:02

August 8, 1995

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: KHC, Inc.

400001559894
-08/15/95--01014--021
***122.50 ***122.50

Gentlemen:

I enclose the original and one photocopy of Articles of Incorporation for the above referenced corporation. In addition, please find enclosed herewith a check in the amount of \$122.50 for filing, certifying copy and registered agent designation fees.

Please return a certified copy of the Articles to the undersigned.

In the event of any questions or comments concerning the enclosed, please do not hesitate to contact me.

Very truly yours,

HOLLAND & KNIGHT



By: R. Donald Mastry

RDM/tc

STP-85041

cf 8/16/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
KHC, INC.

The undersigned incorporator, for the purpose of forming a Corporation under the Laws of the State of Florida, by and under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the Corporation shall be KHC, INC.

ARTICLE II
PURPOSES

The Corporation is organized for the purpose of transacting any and all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III
PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office street address of this corporation in the State of Florida shall be 801 Sixth Street South, St. Petersburg, Florida 33701, and the mailing address of the initial principal office of this corporation in the State of Florida shall be P. O. Box 31020, St. Petersburg, Florida 33731-8920. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE IV
SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of par value of One Dollar (\$1.00) each.

ARTICLE V
DURATION

This corporation shall have perpetual existence.

ARTICLE VI
BOARD OF DIRECTORS

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Unless otherwise provided in the Bylaws, the corporation shall have three (3) directors.

ARTICLE VII
INCORPORATOR

The name and post office address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Post Office Address</u>
Beth A. Houghton	801 Sixth Street South St. Petersburg, Florida 33701

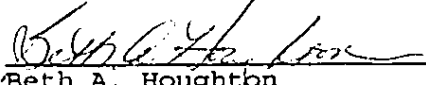
ARTICLE VIII
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 801 Sixth Street, South, St. Petersburg, Florida 33701, and the name of the initial registered agent of this corporation at that address is J. Dennis Sexton.

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 7th day of August, 1995.


Beth A. Houghton

ACCEPTANCE OF REGISTERED AGENT

Having been appointed as the initial registered agent of KHC, INC., as stated in the foregoing articles of incorporation, J. DENNIS SEXTON heroby accepts such appointment as registered agent. Such registered agent is familiar with and accepts the obligations of the position as registered agent.

J. Dennis Sexton
J. Dennis Sexton
Date: August 7, 1995.

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