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REGISTER AUG 21 1995

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ARTICLES OF INCORPORATION  
OF  
KNIGHT COMPANIES, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

NAME

The name of the corporation is Knight Companies, Inc., and the principal address shall be 10720 SW 66th Street, Miami, Florida 33173.

Article II

DURATION

The corporation shall exist perpetually. Corporate existence shall commence upon filing by the Department of the State.

Article III

NATURE OF BUSINESS

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

Article IV

CAPITAL STOCK

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of stock with one dollar (\$1.00) per value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative voting. Cumulative voting shall not be permitted.

William J. Sanchez, Esq.  
1830 Ponce De Leon Blvd.  
Coral Gables, FL 33134  
FL Bar No. 749060  
(305) 444-1694

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#### Article V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1828 Ponce De Leon Blvd., Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is William J. Sanchez, Esq.

#### Article VI

##### DIRECTOR

(a) Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one.

(b) Initial Directors. The name and street address of the directors of the corporation is:

Name	Address
Heriberto Knight, President	10720 SW 66th Street Miami, Florida 33173
Andrea Knight, Vice-President and Treasurer	10720 SW 66th Street Miami, Florida 33173

(c) Compensation: The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VII

BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the director.

Article VIII

INCORPORATORS

Andrea Knight  
10720 SW 66th Street  
Miami, Florida 33173

Article IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

16 IN WITNESS WHEREOF, the incorporators have executed these Articles the  
day of August 1995.

Andrea Knight  
Andrea Knight, Incorporator

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State of Florida )  
County of Dade ) SS

The following instrument was acknowledged and personally known before me this  
16<sup>th</sup> day of August, 1995.

*Yolanda Fernandez*  
Notary Public, State of Florida

My Commission Expires: 8-26-98



YOLANDA FERNANDEZ  
My Comm. Exp. 8-26-98  
Bonded by Service Inc. Co.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

-----  
In compliance with Section 48,901, Florida Statutes, the following is submitted.

Knight Companies, Inc. organizes or qualifies under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named William J. Sanchez, Esquire, located at: 1828 Ponce De Leon Boulevard, Coral Gables, Florida 33134 as its agent and accept service of process within Florida.

Incorporators:

  
Andrea Knight

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
William J. Sanchez, Esquire

Date:

August 16, 1995

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