

7960000002522

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

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 \$ _____

EFFECTIVE DATE
 1-8-96

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

96 JAN -9 PM 1:09

AL JAN - 9 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN
 Will Pick Up

NC 1-9

FILE: Kerna Consulting, Inc.

	O.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Expense™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input checked="" type="checkbox"/> Foreign Corp. File		
<input type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S.		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation	300001682653	
<input type="checkbox"/> Annual Report/Reinstatement	01/09/96--01076--013	
<input type="checkbox"/> Reg. Agent Service	***367.50--***122.50	
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prop.		
<input type="checkbox"/> FAX ()	pgs.	

SUBTOTALS

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

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

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**ARTICLES OF INCORPORATION
OF
KEMA CONSULTING, INC.**

ARTICLE I - NAME.

EFFECTIVE DATE
1-8-96

The name of this corporation is **KEMA CONSULTING, INC.**

ARTICLE II - DURATION.

This corporation is to have perpetual existence beginning with the date of subscription and acknowledgment of these Articles of Incorporation which is **JANUARY 8, 1996.**

ARTICLE III - PURPOSE.

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV - CAPITAL STOCK.

This corporation is authorized to issue 1,000 shares of common stock at \$1.00 par value per share.

ARTICLE V - PREEMPTIVE RIGHTS.

After the initial issue of common stock by this corporation, every shareholder, upon the sale for cash or other property, whether tangible or intangible or for labor or services actually performed for the corporation (the consideration) of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro-rata share of the stock of this corporation (as nearly as may be done without issuance of fractional shares) at the cash price determined by the Board of Directors at which time the stock would be issued to others for the consideration to be given by the other.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of this corporation is 22412 Ensenada Way, Boca Raton, Florida 33433 and the name of the corporations initial registered agent is Ingrid Suhandron.

ARTICLE VII - PRINCIPAL OFFICE.

The corporation's principal office and mailing address is:

22412 Ensenada Way
Boca Raton, Florida
33433

ARTICLE VIII - FIRST BOARD OF DIRECTORS.

This corporations first Board of Directors shall consist of one Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director of this corporation is:

INGRID SUHANDRON
22412 ENSENADA WAY
BOCA RATON, FLORIDA
33433

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ARTICLE IX - INCORPORATOR.

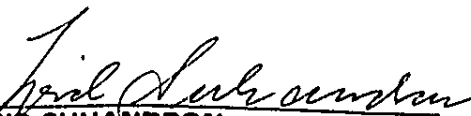
The name and address of the person signing these articles of incorporation is:

INGRID SUHANDRON
22412 ENSENADA WAY
BOCA RATON, FLORIDA
33433

ARTICLE X - CUMULATIVE VOTING.

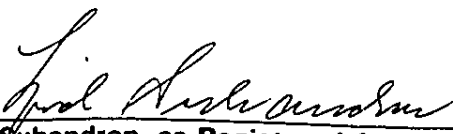
At each election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principal among any number of such candidates.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on January 8th, 1996.


INGRID SUHANDRON, as Incorporator

INGRID SUHANDRON hereby accepts his designation as the Registered Agent of KEMA CONSULTING, INC. and hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties as Registered Agent.

Executed on JANUARY 8th, 1996.


Ingrid Suhandron, as Registered Agent