TRANSMITTAL LETTER

DATE: JANUARY 31,96

DEPARTMENT OF STATE DIVISION OF CORPORATIONS PO BOX 6327 TALLAHASSEE FL 32314

SUBJECT: KALAMAZOO ALLIANCE, INC.

ENCLOSED IS AN ORIGINAL AND A COPY OF THE ARTICLES OF

INCORPORATION AND OUR CHECK FOR \$ 122.50.

CHARLES A ASHLEY FROM:

11612 NO NEBRASKA AVE STE C

TAMPA FL 33612

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****122.50 ****122.50

ARTICLES OF INCORPORATION

OF

KALAMAZOO ALLIANCE, INC.

THE UNDERSIGNED INCORPORATOR (S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT (S) THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE: KALAMAZOO ALLIANCE, INC

ARTICLE II - PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

11612 NO NEBRASKA AVE STE C TAMPA FL 33612

ARTICLE III - CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS:

100,000 SHARES OF COMMON STOCK, HAVING A PAR VALUE OF \$ 1.00 PER SHARE

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IF:

CHARLES A ASHLEY 11612 NO NEBRASKA AVE STE C TAMPA FL 33612 ARTICLE V - INCORPORATOR (S)

THE NAME (S) AND STREET ADDRESS (ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS ARE:

CHARLES A ASHLEY 11612 NO NEBRASKA AVE STE C TAMPA FL 33612

ARTICLE VI - BOARD OF DIRECTORS

THE NAME AND ADDRESS OF THE INITIAL BOARD OF DIRECTORS ARE:

1. CHARLES A ASHLEY
11612 NO NEBRASKA AVE STE C
TAMPA FL 33612

2.

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THE UNDERSIGNED INCORPORATOR (S) HAS (HAVE) EXECUTED THE ARTICLES OF INCORPORATION THIS SEPTEMBER 11, 1995

1. SIGNATURE

3.----SIGNATURE

REGISTERED AGENT

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 AGREED TO COMPLY WITH THE PROVISIONS OF ALL STAT RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

CHARLES A ASHLEY REGISTERED AGENT