APITAL CONNECTION, INC.
Inia St., Suite 1, Tallahassee, FL J2301, (904)224-8870
Idress: Post Office Box 10349, Tallahassee, FL J2302

RE: Penn KR. S. En Leve D

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Malling Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Pasi Due Amounts

Pasi 30 Days, 18% per Annum.

THANK YOU

from

Your Capital Connection

ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE. FLORIDA

PennKris, Inc.

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

ARTICLE I: NAME

The name of the corporation is PennKris, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 218 Whitehead St., Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Albert Kelley, 926 Truman Ave., Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is P/S/T: Penelope Iannelli, 809 Virginia St., Key West, FL 33040 VP: Kristy Iannelli, P.O. Box 369, Pineland, FL 33945

ARTICLE VII: SPECIAL PROVISION

It is the intent of the incorporator and director that the corporation qualify under section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 27th day of February 1996.

"Capital Connection, Inc. by Crystal C. Dugger, Client Representative"

Ouptul C. Iluga

CERTIFICATE OF DESIGNATION REGISTERED OFFICE

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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.

1.	The	name	of t	he corp	oration	ie:		PennKris, Inc.			
					address					agent	and
		<u>Albert</u>	Ke11	ey		 -	·		<u></u>		

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED ΙN THIS CERTIFICATE. I HEREBY ACCEPT 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.

Mile