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February 29, 1996

Via Federal Express

Secretary of State  
Division of Corporations  
George Firestone Building  
409 East Gaines Street  
Tallahassee, FL 32399

Re: The Kessler Enterprises, Inc.

Dear Secretary of State:

Enclosed please find the Articles of Incorporation for the above-named corporation together with our check in the amount of \$122.50 as your filing fee. Please return a filed stamped copy of the Articles to our offices in the enclosed self-addressed stamped return envelope. Thank you for your speedy cooperation with this matter.

Sincerely,

SILVER & GARVETT, P.A.

*Linda E. Casal*  
LINDA E. CASAL, Legal Assistant to  
SCOTT A. SILVER

/lec

Enclosures

MAR 7 1996 BSB

FILED  
96 MAR -4 AM 9:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

96 MAR -4 AM 9:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE KESSLER ENTERPRISES, INC.**

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby applies to form a corporation under the laws of the State of Florida.

FIRST: The name of the corporation is *The Kessler Enterprises, Inc.*

SECOND: The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

THIRD: The maximum number of shares of stock which this corporation is authorized to have at any time shall be 500 shares, having a One Dollar (\$1.00) par value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporator, or by the board of directors at a meeting called for such purposes, or at the organizational meeting.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on such basis and for consideration and the issuance of so much of the capital stock as

the directors of the company may decide.

FOURTH: The amount of capital with which the corporation may begin business will not be less than Five Hundred (\$500.00) Dollars.

FIFTH: The corporation is to have perpetual existence.

SIXTH: The address of the corporation's initial registered office, and the name of the initial registered agent at such address is as follows:

Scott A. Silver, Esq.  
SILVER & GARVETT, P.A.  
One Grove Villa  
3350 S.W. 27th Avenue  
Coconut Grove, FL 33133

SEVENTH: The number of directors constituting the initial board of directors is one (1).

EIGHT: The name and post office address of the first board of directors, who, subject to the provisions of these Articles of Incorporation and of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

Directors: Harold Kessler  
c/o Silver & Garvett, P.A.  
One Grove Villa  
3350 S. W. 27th Avenue  
Coconut Grove, FL 33133

NINTH: The name and the post office address of the incorporator is:


Scott A. Silver, Esq.  
Silver & Garvett, P.A.  
One Grove Villa  
3350 S.W. 27th Avenue  
Coconut Grove, FL 33133

TENTH:

3

STATE OF FLORIDA)  
 ) SS:  
COUNTY OF DADE )

**SWORN TO AND SUBSCRIBED** before me this 24th day of February,  
1996 by SCOTT A. SILVER who is personally known to me.


  
\_\_\_\_\_  
LOIDA E. CASAL  
Notary Public, State of Florida  
Commission No.: CC 380956  
My Commission Expires: 6/14/98

**I HEREBY** am familiar with and accept the duties and responsibilities as  
registered agent for said corporation.

  
\_\_\_\_\_  
SCOTT A. SILVER, Registered Agent for  
THE KESSLER ENTERPRISES, INC.

STATE OF FLORIDA)  
 ) SS:  
COUNTY OF DADE )

**SWORN TO AND SUBSCRIBED** before me this 24th day of February,  
1996, by SCOTT A. SILVER, who is personally known to me.

  
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LOIDA E. CASAL  
Notary Public, State of Florida  
Commission No.: CC 380956  
My Commission Expires: 6/14/98