JOHN A. ANAWAY, JR
ROBERT J. BERTRAND
ROBERT M. BRUSH
HANK B. CAMPBELL
CHRISTINE M. CAGINGAL
THOMAS L. CLARKE, JR
JOHATHAN M. CROWDER
CHRISTOPHER N. PEAR
JUDITH J. FLANDERS
MITCHELL D. FHANKS
LYMH H. GROBECLOSE
MARKY C. HARRISON

DONALD G. JACOBSEN

MARK H. MILLER

ANDREW A. McCUMITER MIA L. McKOWN OHE CASE MONTON DRIVE POST OFFICE BOX 3 LAKELAND, FLORIDA 33802 0003 TELEPHORE 1941) 284-2200 FAX 1941) 688 0310

FOST OFFICE BOX 881 BRADENTON, FLORIDA 34206 TELEPHONE (941) 747-1871 FAX (941) 748-2800

PATRICK J. MURPHY
JOHN V. QUIHLAN
GARY B. RABIN
EDWIN A. SCALEB, III
DEBDRAH LAUX SLOWIK
GEBERT A. BMITH, JR.
KINGSWODD SPROTT, JR.
ROBERT G. STOKES
JANET M. STUART
JOHATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND

A.H. LANE (RETIREO)

IN REPLY BEFER TO:

Lakeland

<u>VIA FEDERAL EXPRESS</u>

Division of Corporations Florida Secretary of State 409 East Gaines Street Tallahassee, Florida 32301

Re:

VKM INTERNATIONAL, INC.

CIDODO 1 7/8/4 1 8/0 -04/17/95--01059--010 ****122.50

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida corporation to be known as VKM INTERNATIONAL, INC.. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the date of execution and acknowledgment of the Articles.

April 16, 1996

Also enclosed is this firm's check in the amount of \$122.50 to cover the following:

Filing Fee \$ 35.00 Registered Agent Fee 35.00 Certified Copy Fee 52.50

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941)284-2208.

Thanking you for your usual cooperation, I am

JAA/Iw Enclosures

cc: Mr. Peter M. Flood
hwpuaaltriclerkisecstate.doc

Yours very truly,

John A. Attaway, J

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ARTICLES OF INCORPORATION

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VKM INTERNATIONAL, INC.

ARTICLE I - NAME

The name of this corporation is VKM INTERNATIONAL, INC..

ARTICLE II - PRINCIPAL OFFICE

The principal office of this corporation is 2715 Badger Road, Lakeland, FL 33811.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of capital stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is One Lake Morton Drive, Lakeland, Florida 33801, and the name of the initial registered agent of this corporation at that office is John A. Attaway, Jr.



ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are:

David Hallam
The Coach House, Ogle Dr.
The Park Nottingham
England 7NG1ES

David J. Bamberg 1511 Kenlyn Drive Longwood, Florida 32779 Peter M. Flood 2715 Badger Road Lakeland, Florida 33811

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator is:

John A. Attaway, Jr., Esquire Lane, Trohn, Clarke, Bertrand, Vreeland & Jacobsen, P.A. One Lake Morton Drive Lakeland, Florida 33801

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of April, 1996.

JOHN A. ATTAWAY, JR

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING Articles of Incorporation were acknowledged before me this 16th day of April, 1996, by JOHN A. ATTAWAY, JR, who is personally known to me and who did not take an oath.

(Affix notarial seal)

ELIZABETH 9. WHATLEY Notary Public, State of Florida INSIGNATION OF STATE OF STATE Comm. No. CC388352 NOTARY PUBLIC

ELIZABETH S. WHATLEY (Type or Print Name of Notary)

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as Registered Agent for VKM INTERNATIONAL, INC., hereby accepts such appointment this 16th day of April, 1996.

JOHN A. ATTAWAY JR

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