

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 \$ _____

wab-9144
BT 5/1/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No. _____
BY	<i>[Signature]</i>		

WALK-IN
 Will Pick Up *4/29 1:00*

RE:

K E T M Enterprises

Inc.

96 MAY -1 AM 11:48

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

	ESTIMATED DATE
<input checked="" type="checkbox"/> Capital Express™	
<input checked="" type="checkbox"/> Art. of Inc. Filing	<i>4-26-96</i>
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> Ltd. Partnership Filing	
<input type="checkbox"/> Foreign Corp. Filing	
<input checked="" type="checkbox"/> Cert. Copy(s) <i>photo</i>	
<input type="checkbox"/> Art. of Amend. Filing	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> C U S.	
<input type="checkbox"/> Fictitious Name Filing	
<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<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 Filing	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> Filing 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 Prep.	
<input type="checkbox"/> FAX () pgs.	
SUBTOTALS	

709901800237
04/29/96--0131--007
****70.00 ***70.00*

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
96 MAY -1 AM 10-58
DIVISION OF CORPORATIONS

April 29, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: K & T ENTERPRISES, INC.
Ref. Number: W96000009144

K & T MC TRADING, Inc -

We have received your document for ~~K & T ENTERPRISES, INC.~~ and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 296A00020413

Corrected

ARTICLES OF INCORPORATION

OF

K & T MC TRADING, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is K & T MC TRADING, INC.

ARTICLE II. PRINCIPAL OFFICE.

The initial principal place of business of this corporation is 3948 So. 3rd Street, #294, Jacksonville Beach, FL 32250, and the initial mailing address of this corporation is the same.

ARTICLE III. DURATION.

The corporation is to commence its corporate existence effective for all purposes as of April 26, 1996, notwithstanding the fact that these articles may be filed within five (5) business days of the effective date hereof. This corporation shall exist perpetually.

ARTICLE IV. PURPOSE.

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, Chapter 607, Florida Statutes (1995), as amended, or any successor statute thereto (hereinafter, the "Act").

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 and shall consist of one class only. The par value of each share of stock issued shall be \$1.00.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent for the corporation is Grady H. Williams, Jr., and the street address of the initial registered office for the named registered agent is 1279 Kingsley Avenue, Suite 117, Orange Park, Florida, 32073.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS.

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of not less than one (1) or more than three (3) persons. The number of directors of this corporation and their manner of election shall be as designated in the bylaws of this corporation.

FILED

96 MAY -1 AM 11:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

4-26-96

Section 2. Initial Board. The names and addresses of the initial members of the board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Richard A. Klenk	424 Upper 36th Ave. S. Jacksonville Beach, FL 32250
John Tapley	13700 Sutton Dr. N., #1412 Jacksonville, FL 32224

Section 3. Corporate Officers. The board of directors shall elect the following officers: President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE VIII. AMENDMENTS.


These articles of incorporation may be amended in accordance with the Act.

ARTICLE IX. INCORPORATOR.

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

Grady H. Williams, Jr.
1279 Kingsley Avenue, Suite 117
Orange Park, FL 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation to be effective for all purposes as of April 26, 1996, notwithstanding the fact that these articles may be actually filed with the Florida Department of State, Division of Corporations within five (5) business days of the effective date hereof.


Grady H. Williams, Jr.
Incorporator

FILED

96 MAY -1 AM 11:49

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes (1995), the following is submitted:

K & T MC TRADING, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Duval, State of Florida, has named as its agent to accept service of process within this State:

Grady H. Williams, Jr.
1279 Kingsley Avenue, Suite 117
Orange Park, FL 32073

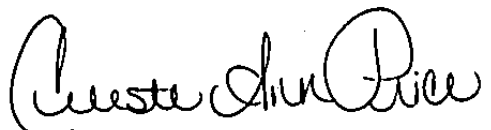
ACKNOWLEDGEMENT:

Having been named as Registered Agent 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 agree to comply with the provisions of the Act. 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.


Grady H. Williams, Jr.

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 26th day of April, 1996, by Grady H. Williams, Jr., who is personally known to me.


Notary Public

My Commission Expires:



CELESTE ANN PRICE
My Commission CC420803
Expires Nov. 15, 1998
Bonded by HAI
800-422-1555