

P960000039202

RUSSO, BAKER & ALVAREZ, P. A.

MIAMI PROFESSIONAL BUILDING, SUITE 301

4675 PONCE DE LEON BOULEVARD

CORAL GABLES, FLORIDA 33146-2101

TELEPHONE (305) 665-0414

FAX (305) 665-4011

LAURA L. RUSSO  
EDMUND P. RUSSO  
RONALD G. BAKER  
ELSA ALVAREZ  
ROBERT P. BALZORRE

April 29, 1996

EFFECTIVE DATE  
4-29-96

Corporate Records Bureau  
Division of Corporations  
The Capitol Building  
Room 2001  
Monroe Street  
Tallahassee, Florida 32314

500001803025  
-05/01/96--01047--003  
\*\*\*122.50 \*\*\*122.50

RE: K.C.K.L. Corp.  
Our File No.: 96L-228

Gentlemen:

Enclosed please find Articles of Incorporation of K.C.K.L. Corp. which we shall appreciate your filing. Also enclosed please find our cost account check #5388 for \$122.50 to cover the filing fee of \$35, certified copy of \$52.50, and the registered agent designation of \$35.

After the Articles have been filed, we shall appreciate your certifying the enclosed copy and returning it to this office to the attention of the undersigned.

Very truly yours,

RUSSO, BAKER & ALVAREZ, P. A.

Laura L. Russo / AT

Laura L. Russo  
LLR:at

Enclosures

FILED  
96 MAY - 1 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RAI MAY - 7 1996

ARTICLES OF INCORPORATION  
OF  
KCKL CORPORATION

FILED

96 MAY -1 PM 2:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is KCKL CORPORATION.

ARTICLE II

EFFECTIVE DATE

1-29-96

COMMENCEMENT AND DURATION

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business. The principal purpose shall be to buy, manage, develop and sell real estate and all activities incidental thereto.

ARTICLE IV

STATED CAPITAL

The corporation is authorized to issue 100 shares of common stock of the par value of \$1.00 per share. The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or in services actually performed for the corporation. Share may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

The amount of capital with which the corporation shall begin business shall be no less than \$500.00.

ARTICLE V

BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of and the business and affairs of the corporation shall be managed under the direction of the board of directors.

The corporation shall have one director initially. The number of directors may thereafter be increased from time to time in accordance with the bylaws of the corporation. The name and address of the initial director is:

Cynthia L. McNeill  
8200 S.W. 83rd Street  
Miami, Florida 33143

**ARTICLE VI**

**PRINCIPAL OFFICE**

The principal office of the corporation shall be:

Cynthia L. McNeill  
8200 S.W. 83rd Street  
Miami, Florida 33143

**ARTICLE VII**

**REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are as follows:

Laura L. Russo, Esquire  
Russo, Baker & Alvarez, P.A.  
4675 Ponce de Leon Blvd., #301  
Coral Gables, Florida 33146

**ARTICLE VIII**

**NAMES AND ADDRESS OF INCORPORATOR**

The name and address of the incorporator IS as follows:

KCKL Corporation  
8200 S.W. 83rd Street  
Miami, Florida 33143

**ARTICLE IX**

**BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the provisions of the Florida Business Corporation Act, Chapter 607 F.S.

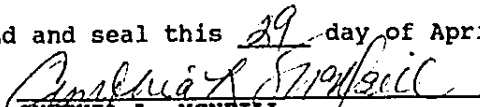
**ARTICLE X**

**AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

I, the undersigned original subscriber to these Articles of Incorporation do hereby make, subscribe, acknowledge and file these Articles and certify that the facts stated herein are true and correct.

I hereby set my hand and seal this 29 day of April, 1996.

  
CYNTHIA L. MCNEILL

FILED

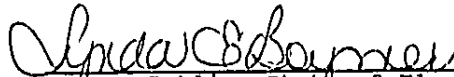
96 MAY -1 PM 2:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, on this day personally appeared Cynthia L. McNeill, the party to the foregoing Articles of Incorporation, known to me personally to be such, and acknowledged the said Articles to be his free act and deed, and that the facts stated therein are truly set forth.

WITNESS my hand and official seal at Coral Gables, said County and State last aforesaid, this 29 day of April, 1996.



Notary Public, State of Florida  
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for KCKL CORPORATION, at 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, Florida 33146, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.



LAURA L. RUSSO  
Registered Agent

