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William E. Finnerty
P. O. Box 1230
Brandon, FL 33509-1230
813-689-7730

FILED
96 MAY -9 AM 8:38

TALLAHASSEE, FLORIDA
April 17, 1996

STATE OF FLORIDA
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-05/09/96--01120--005
****122.50 ****122.50

Dear Sir;

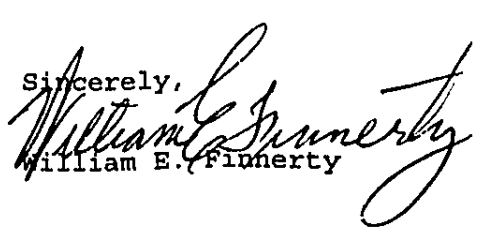
Please find enclosed a check in the amount of \$ 122.50
for the following:

KBW ENTERPRISES, INC.....

Filing Fees	\$ 35.00
Certified Copy of Articles of Incorporation	52.50
Registered Agent Designation	35.00
	<hr/>
	\$ 122.50

Please forward all above requested information to the
address shown above. Thank you.

Sincerely,


William E. Finnerty

D. BROWN MAY 16 1995

**CERTIFICATE OF INCORPORATION
OF
KBW ENTERPRISES, INC.**

FILED
93 MAY -9 AM 8:33
HILLSBOROUGH COUNTY, FLORIDA

FIRST: The name of this corporation is KBW ENTERPRISES, INC.

SECOND: Its registered office in the State of Florida is to be located at 405 W. Jersey Avenue in the City of Brandon, Florida, Hillsborough County, 33510. The registered agent in charge thereof is Kirby Weaver at the same address. The principal place of business will be 405 W. Jersey Avenue in the City of Brandon, Florida, Hillsborough County, 33510.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the general Corporation law of Florida.

FOURTH: The amount of the total authorized capital stock this corporation is 1000 shares of One Dollar Par Value.

FIFTH: The name mailing address of the incorporator is as follows:

NAME:	ADDRESS:
Kirby Weaver	405 W. Jersey Avenue Brandon, FL 33510

SIXTH: The powers of the incorporator are to terminated upon filing of the certificate of incorporation, and the names and mailing addresses of the persons who are to serve as directors until their successors are elected are as follows:

NAME:	ADDRESS:
Kirby Weaver	405 W. Jersey Avenue Brandon, FL 33510

SEVENTH: The directors shall have the power to make and to alter or amend the By-Laws; to fix the amount to be reserved as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Directors shall have the authority to dispose, in any manner, of the property of this corporation.

The By-Laws shall determine whether and to

what extent the accounts and books of this corporation, or any of them shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account, or book or document of this corporation, except as conferred by the Law of the By-Laws or by resolution of the stockholders.

The stockholders and directors shall have the power to hold their meetings and keep the books, documents and papers of the Corporation outside of the State of Florida at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or directors, except as otherwise required by the Laws of Florida.

It is the intention that the objects, purposes and powers specified the third paragraph hereof shall, except, where otherwise specified in said paragraph, be no wise limited or restricted by reference to or inference from the terms of any other clause or paragraph in this certificate of incorporation, but that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

DATED AT: April 16, 1996

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, THE UNDERSIGNED, for purpose of forming a Corporation pursuant to the laws of the State of Florida, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand.


Kirby Weaver

(INCORPORATOR)

REGISTERED AGENT ACKNOWLEDGMENT

I, Kirby Weaver, hereby accept the
position of registered agent for KBW ENTERPRISES,
INC. and understand the responsibilities related
thereto.

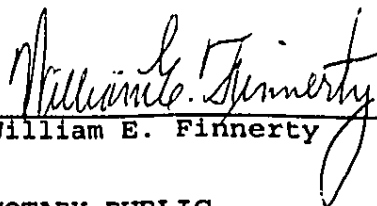

Kirby Weaver

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HILLSBOROUGH, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Be it remembered, on this day, personally appeared before me, the parties to the foregoing Certificate of Incorporation, and each of them to me well known, and known, by to be the individuals described in and who signed and executed the foregoing Certificate of Incorporation and each severally acknowledged the execution thereof as his several voluntary act and deed that the facts therein are true and correct.

Given under my hand and official seal this
16th day of April, 1996.


William E. Finnerty

NOTARY PUBLIC
Florida at Large

My commission expires:

