

May. 30. 1996 3:50PM TRIPP SCOTT CONKLIN

No. 8260 P. 1/4

5/30/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS, TALLAHASSEE, FLA.
DEPARTMENT OF STATE, TALLAHASSEE, FLA.
AT: 1000 DEADERICK ST.
EAST 10TH STREET, TALLAHASSEE, FLA.
ALABAMA 32301-1000
FAX: (904) 224-4000
NAME: K & M REAL ESTATE INVESTORS, INC.
FAX AUDIT NUMBER: H96000007625
DATE REQUESTED: 05/30/1996
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No. 8260 P. 2/4
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**ARTICLES OF INCORPORATION
OF
K & M REAL ESTATE INVESTORS, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME**

The name of this Corporation is:

K & M REAL ESTATE INVESTORS, INC.

SECRETARIAL STATE
TALLAHASSEE, FLORIDA

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**ARTICLE II
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this Corporation is:

10041 Pines Boulevard
Suite E
Pembroke Pines, FL 33024

Prepared by: William J. Gross, Esquire
Bar No. 0595675
Tripp, Scott, Conklin & Scott
P.O. Box 16345
 Ft. Lauderdale, FL 33307
(305) 766-4984

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ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Stephen R. Miller
10041 Pines Boulevard
Suite E
Pembroke Pines, FL 33024

ARTICLE VI PRE-EMPTIVE RIGHTS

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

ARTICLE VII INCORPORATOR

The name and street address of the Incorporator is:

Stephen R. Miller
10041 Pines Boulevard
Suite E
Pembroke Pines, FL 33024

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than One (1). The name and address of the initial Directors of this Corporation are:

<u>Name</u>	<u>Address</u>
Stephen R. Miller	10041 Pines Boulevard Suite E Pembroke Pines, FL 33024
Gary Kareff	10041 Pines Boulevard Suite E Pembroke Pines, FL 33024

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ARTICLE IX
DUE DILIGENCE

The 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 Incorporator and Registered Agent have executed these Articles of Incorporation this 30th day of May, 1996.



Tripp Scott Conklin, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.006.



Tripp Scott Conklin, Registered Agent

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TALLAHASSEE, FLORIDA

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