A PROFESSIONAL ASSOCIATION
ATTOMNEYS AND COUNSELORS
NATIONSSANK TOWEN, BUITE 2002

ONE FINANCIAL PLAZA
FORT LAUDHRDALM, FLORIDA 88894-1697

PAUL M. MAY
ROBERT C. MEACHAM
WILLIAM C. DAVELL
DAVID MARSHALL BROWN\*
\*ALSO ADMITTED IN GEORGIA

FORT LAUDERDALE (984) 763-8004 MIAMI (308) 944-8291 TELEFAX (984) 764-8367

June 4, 1996

CORPORATE RECORDS BUREAU
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32314

000001855620 -06/07/96--01065--009 \*\*\*\*122.50 \*\*\*\*122.50

Re: Incorporation of THE KELLEY FAMILY GROUP, INC.

Dear Sir or Madame:

Enclosed you will find an original and a copy of the executed Articles of Incorporation for THE KELLEY FAMILY GROUP, INC. Further enclosed is our trust check payable to the Secretary of State in the amount of \$122.50 to cover the filing fee, registered agent designation and a certified copy of the Articles. A self-addressed, stamped envelope is enclosed for your convenience in returning the certified copy of the Articles after filing same.

Thank you for your prompt attention to this matter.

Very truly yours,

William C. Davell

MAY, MEACHAM & DAVELL, P.A.

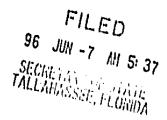
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WILD!

### ARTICLES OF INCORPORATION

OF

THE KELLEY FAMILY GROUP, INC.



# Article I - Name and Address

The name of this corporation is:

THE KELLEY FAMILY GROUP, INC.

and the address of the corporation is:

2314 M.E. 12 Court Fort Lauderdale, FL 33304

### Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

#### Article III - Purpose

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

#### Article IV - Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

# Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is MationsBank Tower, One Financial Plaza, Suite #2602, Fort Lauderdale, Florida, 33394; and the name of the initial registered agent of this corporation at that address is WILLIAM C. DAVELL.

# Article VII - Initial Board of Directors

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name(s) of the Director(s), their addresses and office to be held by each for the first year of existence of this Corporation or until their successors are elected and have qualified are:

Name	Address	Office
STEPHEN A. KELLEY	2314 M.B. 12 Court Fort Lauderdale, FL	President/ Director
JANDA S. RELLEY	2314 M.B. 12 Court Fort Lauderdale, FL	Secretary/ Treasurer/ Director

# Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is: STEPHEN A. KELLEY, and the number of shares of stock to which the subscriber agrees to take is: NONE.

### Article IX - Indemnification

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

IN WITHESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 300 day of June, 1996.

TEPHEN A. KELLE

STATE OF PLORIDA

COUNTY OF BROWARD :

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared STEPHEN A. RELLEY, known to me and known by me to be the person who

executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles Incorporation.

IN WITHESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 300 day of June, 1996.

Public

My commission



CHRISTIE A BECKER

BE My Contribution CC370601 Expires May, 24, 1986 Bonded by HAI 800-422-1665

# ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of THE RELLEY FAMILY GROUP, INC., which is contained in the foregoing Articles of Incorporation.

DATED this day of June, 19

day of June, 1996.

WILLIAM C. DAVELL Registered Agent