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TRANSMITTAL LETTER

FILED

96 JUL 22 AM 10:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: K-T Holdings Corp.
(Proposed corporate name - must include suffix)

400001300604
-07/22/96--01056--007
***122.50 ***122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

JOHN SVADBIK

Name (printed or typed)

Po Box 924116

Address

MIAMI FL 33092

City, State & Zip

305-258-5562

Daytime Telephone number

PH
7/23/96

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION OF
K-T HOLDINGS CORP.**

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I, the undersigned, desiring to form a corporation for the purposes hereinafter stated under and pursuant to Chapter 607 of the Florida Statutes, do hereby declare as follows:

**ARTICLE I
NAME**

The name of the corporation shall be: **K-T HOLDINGS CORP.**

**ARTICLE II
BUSINESS AND POWERS**

The corporation may engage in any activity or business permitted under the laws of the United States and of the state of Florida.

**ARTICLE III
STOCK**

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock having a par value of \$1.00 per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators or by the directors at a meeting called for such purposes or at the organization meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the directors of the company may decide.

**ARTICLE IV
MINIMUM CAPITAL**

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred Dollars.

**ARTICLE V
TERMS OF EXISTENCE**

This corporation shall have a perpetual existence.

**ARTICLE VI
PRINCIPAL OFFICE**

The principal office or place of business of the corporation shall be located at 13480 SW 248 ST, MIAMI, FL 33032.

**ARTICLE VII
BOARD OF DIRECTORS**

The affairs of the corporation shall be conducted by a board of not less than one nor more than five directors.

**ARTICLE VIII
INITIAL DIRECTORS**

The names and street addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation shall hold office for the first year of the corporation's existence or until their successors selected and shall have qualified, are the following:

NAME	ADDRESS
ANTON SVADBIK	13480 SW 248 ST, MIAMI, FL 33032
JOHN SVADBIK	13480 SW 248 ST, MIAMI, FL 33032

**ARTICLE IX
ASSIGNMENT OF SUBSCRIPTION RIGHTS**

The original incorporation of the corporation shall have the right upon its organization, to assign and deliver their subscriptions of the stock to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and assume and carry out all rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida and the execution of the necessary instruments of assignment.

**ARTICLE X
SUBSCRIBERS**

The names and street addresses of each person signing these Articles of Incorporation are:

NAME	ADDRESS
ANTON SVADBIK	13480 SW 248 ST, MIAMI, FL 33032
JOHN SVADBIK	13480 SW 248 ST, MIAMI, FL 33032

**ARTICLE XI
INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of this corporation is 13480 SW 248 ST, MIAMI, FL 33032 and the name of the initial registered agent of this corporation at that address is JOHN SVADBIK.

**ARTICLE XII
TRANSACTION WITH RELATED PARTIES**

No contract or other transaction between the corporation and any other corporation in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of or are the directors or

officers of such other corporation, and any director or directors, individually or jointly, may be party or parties to or may be interested in any, such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation in the absence of fraud shall be effected or invalidated by the fact any director or directors of the corporation is a party or parties to be interested in such contract, act or transaction or in any way connected with such person or persons, firm or corporation and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be otherwise interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company. This Article XII shall apply equally to contract other transactions between the corporation and interested persons including the subscribers of initial directors.

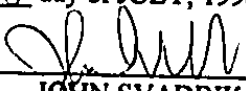
ARTICLE XIII INDEMNIFICATION

This corporation shall indemnify and insure its officers, directors, employees and agents to the fullest extent permitted by law either now or hereafter.

ARTICLE XIV EFFECTIVE DATE

The effective date of this corporation shall be the date these Articles are filed in the office of the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned subscribers for the purpose of forming a corporation to do business in the state of Florida under the laws of the state of Florida, do make and file these Articles of Incorporation, hereby declaring that the facts herein stated are true on this 18 day of JULY, 1996.



JOHN SVADBIK

STATE OF FLORIDA:

COUNTY OF DADE :

On this day before me an officer duly authorized to administer oaths and take acknowledgments in the county and state aforesaid personally appeared JOHN SVADBIK, who is well known to be the incorporator described in and who executed the foregoing Articles of Incorporation of **K-T HOLDINGS CORP.** and who acknowledged that he executed the same as such incorporator for the purpose therein expressed.

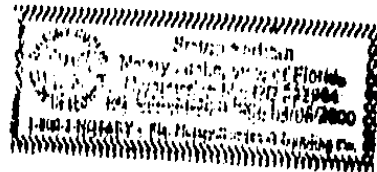
WITNESS my hand and official seal at Miami, Dade County, Florida on this 18 day JULY, 1996.

Robert Parkue

Notary Public, State of Florida

My commission expires: 5/6/2000

(SEAL)



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

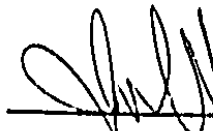
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SECRETARY OF STATE
FLORIDA


Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

First, that **K-T HOLDINGS CORP.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 13480 SW 248 ST, MIAMI, FL 33032, has named JOHN SVADBIK as its agent to accept service of process within this state.



JOHN SVADBIK

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.



K-T HOLDINGS CORP.