

ALBERT J. K...  
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P960000Q69463  
Memo

TO: *Florida Secy of State* DATE: *8-17-96*

SUBJECT:

800001927169  
-08/20/96--01141--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FOLD

*Enclosed are Articles of Incorporation  
for West Palm Beach Heatwave,  
Incorporated.*

FOLD

*Please return to above  
address*

*Thank you.*

*Albert J. K...*

SIGNED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 AUG 19 AM 10:27

FILED

*in* AUG 21 1996

**ARTICLES OF INCORPORATION  
OF  
WEST PALM BEACH HEATWAVE INCORPORATED**

**FILED**  
**96 AUG 19 2 10 27**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned incorporator hereby forms and establishes a corporation **FOR PROFIT** under and pursuant to the Florida Business Corporation Act (the "Act").

**FIRST:** The corporate name for the Corporation that satisfies the requirements of Section 607.0401 of the Act is: West Palm Beach HeatWave Incorporated.

**SECOND:** The street address of the Corporation's initial principal office and its mailing address is 761 Sugarloaf Boulevard, Summerland Key, Florida 33042.

**THIRD:** The Corporation is authorized to issue One Million (1,000,000) shares of common stock with a par value of \$1.00 per share. Each of such shares, as and when issued, shall be fully paid and nonassessable. Such shares of common stock may be Class A Voting Common Stock or Class B Nonvoting Common Stock. Holders of shares of Class B Nonvoting Common Stock shall have the same rights and limitations in respect of their shares as do holders of shares of Class A Voting Common Stock, except that holders of shares of Class B Nonvoting Common Stock shall have no right to vote on any matter except as otherwise expressly provided by the Act.

**FOURTH:** The street address of the initial registered office of the Corporation is 761 Sugarloaf Boulevard, Summerland Key, Florida 33042, and the name of its initial registered agent at such address is Albert J. Kirk.

**FIFTH:** The name and mailing address of the incorporator is: Albert J. Kirk, 761 Sugarloaf Boulevard, Summerland Key, Florida 33042.

**SIXTH:** The Corporation is organized FOR PROFIT and the nature of its business or purpose to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the Act.

**SEVENTH:** The business and affairs of the Corporation shall be managed and conducted by a Board of Directors consisting of one or more members who need not be stockholders, the exact number to be fixed and determined by the Board of Directors, with full authority in the Board of Directors to vary said number at any time and from time to time. Until and unless the Board of Directors shall determine otherwise, the Board of Directors shall consist of one (1) member. The powers of the incorporator shall terminate upon the filing of these Articles of Incorporation. The names and mailing addresses of the person who shall serve as the original director of the Corporation until the first annual meeting of stockholders, or until her successor is elected and qualified, or until her earlier death, resignation, or removal, is: Katherine Kirk, 2414 N. Woodlawn, Suite 201, Wichita, Kansas 67220. Unless otherwise provided in the bylaws of the Corporation, the election of directors by written ballot shall be required only if requested by a stockholder entitled to vote at said election.

**EIGHTH:** The Corporation shall have perpetual existence.

**NINTH:** The original bylaws of the Corporation shall be adopted by the original director of the Corporation. Thereafter, the power to adopt, alter, amend, or repeal the Corporation's bylaws, in whole or in part, at any time and from time to time, shall be vested concurrently in the stockholders and in the Board of Directors of the Corporation, but the authority of the Board of Directors with respect to bylaws shall at all times remain subject to the superior authority of the stockholders.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 17<sup>th</sup> day of August, 1996.



Albert J. Kirk, Incorporator

Acceptance of Appointment

The undersigned accepts the appointment as registered agent of the Corporation as required by Section 607.0501(3) of the Act. The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: August 17, 1996



Albert J. Kirk

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96 AUG 19 12:10:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA