

PH 1000 82794

KVG CORPORATE OFFICE
1040 Pebble Beach Circle, West
Winter Springs, FL 32708
Telephone: 407/365-1960
Fax: 407/366-7475

September 27, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****131.25 *****131.25

Re: Kelly Van Gogh Consulting Firm, Inc.

Dear Sir or Madam:

Enclosed is an original and two (2) copies of the Articles of Incorporation for the above named corporation, along with a check in the sum of \$131.25 covering the following charges: Filing Fee, Certified Copy, and Certificate.

Please mail the aforementioned documents to the address listed above - KVG Corporate Office. Thank you.

KELLY VAN GOGH CONSULTING FIRM

By:

Kelly Sarnier
Kelly Sarnier

FILED
9 OCT -3 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KVG
Enclosures
AT THE VAN DYKE

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ARTICLES OF INCORPORATION
OF
KELLY VAN GOGH CONSULTING FIRM, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I

The name of the corporation is:

KELLY VAN GOGH CONSULTING FIRM, INC.

ARTICLE II

Initial Principle Office

The street address of the initial principal office of the corporation shall be:

1040 Pebble Beach Circle, West
Winter Springs, FL 32708

The Board of Directors of the Corporation, or an officer of the Corporation acting under the authority of the Board of Directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common stock. The par value of each such share shall be \$.01 per share.

ARTICLE IV

Registered Office and Agent

The street address of the corporation's initial registered office is:

846 Lincoln Road, Third Floor
Miami Beach, FL 33139

The name of the corporation's initial registered agent at that office is Kelly S. Sarnar.

ARTICLE V

Purpose and Powers

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE VI

Board of Directors

The number of Directors constituting the initial Board of Directors is one. Thereafter, the number of Directors shall be as provided in the Bylaws. The name and address of each individual who is to serve as a member of the initial Board of Directors is:

KELLY SARNER
846 Lincoln Road, Third Floor
Miami Beach, FL 33139

ARTICLE VII

Affiliated Transactions

The Corporation shall not be governed by Section 607.0901, Florida Statutes.

ARTICLE VIII

Control Shares

Section 607.0902, Florida Statutes, does not apply to control-share acquisitions of share of the Corporation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed
this 18th day of September, 1996.

Connie L. Sarner

Connie L. Sarner
Incorporator

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED hereby accepts the appointment as Registered Agent of
KELLY VAN GOGH CONSULTING FIRM, INC., and agrees to comply with the
provisions of the laws of Florida, including Section 48.091, Florida Statutes, providing for
the keeping open of the Registered Office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of
Registered Agent.

DATED: September 18, 1996.



Kelly Sanner
Registered Agent

96 OCT -3 AM 11:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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