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LAW OFFICES OF  
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.....

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Admitted in Ohio Only, Practice Limited  
to Matters of Federal Tax Law

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-10/08/96--01020--010  
\*\*\*122.50 \*\*\*122.50

October 4, 1996

Secretary of State  
Division of Corporations  
409 East Gaines Street (32301)  
Post Office Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT -7 PM 12:46

Re: K & F Trading Co.

Dear Sir or Madam:

Enclosed are two (2) original Articles of Incorporation and Registered Agent forms for the captioned corporation.

One (1) original is to be filed in your office and one (1) original is to be certified and returned to this office. Also enclosed please find check #1344 from Kevin M. Mahfood and Julie A. Mahfood in the amount of \$122.50 payable to the Secretary of State of Florida dated October 3, 1996 for:

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	52.50
Registered Agent Fee	<u>35.00</u>
<b>TOTAL</b>	<b>\$122.50</b>

9/10/96

Secretary of State  
Division of Corporations

Page 2

Please telephone me if there is any reason why these requests cannot be met promptly. Thank you for your attention to these matters.

Sincerely,

MAYER & KENNEDY

*P. Todd Kennedy*

P. Todd Kennedy

PTK/msg  
Enclosures  
ptk4\lra\art-sos.K&F

**ARTICLES OF INCORPORATION  
OF  
K & F TRADING CO.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 OCT -7 PM 12:47

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., hereby adopt the following Articles of Incorporation:

**ARTICLE ONE**

1.01 The name of this corporation is **K & F TRADING CO.**

**ARTICLE TWO**

2.01 The corporation is to have perpetual existence.

**ARTICLE THREE**

3.01 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. The corporation shall have all powers permitted to a corporation under the Florida Business Corporation Act as enumerated in Florida Statute §607.0302 and §607.0303.

**ARTICLE FOUR**

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 100,000, all of which shall be common shares with a par value of \$1.00 per share.

**ARTICLE FIVE**

5.01 The street address of the initial registered office of the corporation is 550 S.W. 12th Avenue, Deerfield Beach, Florida 33442, and the name of the initial Registered Agent at that address is Kevin Michael Mahfood.

#### ARTICLE SIX

6.01 The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Kevin Michael Mahfood	550 S.W. 12th Avenue Deerfield Beach, FL 33442
Francis Elias Mahfood	550 S.W. 12th Avenue Deerfield Beach, FL 33442

#### ARTICLE SEVEN

7.01 Two (2) directors shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The names and addresses of the member of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Kevin Michael Mahfood	550 S.W. 12th Avenue Deerfield Beach, FL 33442
Francis Elias Mahfood	550 S.W. 12th Avenue Deerfield Beach, FL 33442

#### ARTICLE EIGHT

8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

#### ARTICLE NINE

9.01 The effective date of this corporation shall be the date these Articles of Incorporation are filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation this 3 day of October, 1996.

By: Kevin Michael Mahfood  
Kevin Michael Mahfood  
Incorporator

By: Francis Elias Mahfood  
Francis Elias Mahfood  
Incorporator

mahfood\docs\articles.96

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
OCT-7 PM 12:47

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that K & F Trading Co., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 550 S.W. 12th Avenue, Deerfield Beach, Florida 33442.

Second, named Kevin Michael Mahfood, 550 S.W. 12th Avenue, Deerfield Beach, FL 33442, as its Agent to accept service of process within Florida.

Kevin Michael Mahfood  
Kevin Michael Mahfood  
Incorporator

Francis Elias Mahfood  
Francis Elias Mahfood  
Incorporator

Date: 10/3/96

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with provisions of all Statutes relative to the proper and complete performance of my duties.

Kevin Michael Mahfood  
Kevin Michael Mahfood  
Registered Agent

Date: 10/3/96