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MORTIMER H. KASS
ATTORNEY AT LAW

SUITE 103, THE PROFESSIONAL CENTRE
9000 SOUTHWEST 87TH COURT
MIAMI, FLORIDA 33176
TELEPHONE: (305) 898-8080

October 29, 1996

Department of State
Division of Corporations
P. O. Box 6357
Tallahassee, Florida 32314

300001996083--7
-11/05/96--01104--002
*****70.00 *****70.00

Re: Kiln' Time, Inc.

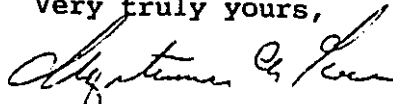
Gentlemen:

Enclosed is an original and one (1) copy of the Articles of Incorporation of the above referenced corporation, together with a check in the sum of \$70.00 to cover the filing fee.

After filing, please return the copy together with your cover letter to the undersigned at the address shown herein.

Thank you for your cooperation in this matter.

Very truly yours,


Mortimer H. Kass

MHK:awm

Enclosures

NOV 6 1996

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
KILN' TIME, INC.**

The undersigned incorporator(s), for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

Kiln' Time, Inc.

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of corporation shall be:

C/O Mortimer H. Kass
9000 S.W. 87th Court, Suite 103
Miami, Florida 33176

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is:

100 (One Hundred)

ARTICLE IV REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

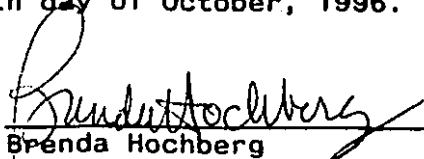
Mortimer H. Kass
9000 S.W. 87th Court, Suite 103
Miami, Florida 33176

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Brenda Hochberg
13673 S.W. 60th Avenue
Miami, Florida 33158

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 29th day of October, 1996.


Brenda Hochberg

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TALLAHASSEE, FLORIDA

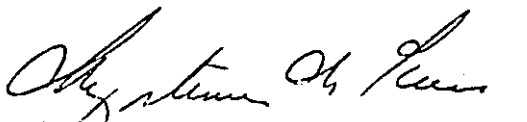
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 697.0505 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 AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Kiln' Time, Inc.
2. The name and address of the registered agent and office is:

Mortimer H. Kass
9000 S.W. 87th Court, Suite 103
Miami, Florida 33176

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 of registered agent.


Mortimer H. Kass

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TALLAHASSEE, FLORIDA