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UniQUEST International, Inc.

Executive Search Consultants

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Telephone (813) 879-1222 Fax (813) 879-1317

October 27, 1996

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Secretary of State
Division of Corporation
Capitol Building
Tallahassee, Florida 32304

RE: Kamiv, Inc.

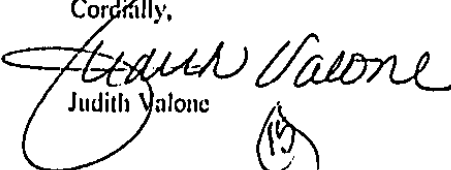
Dear Sir:

Enclosed are the Articles of Incorporation, in duplicate, for the subject corporation and my firm check in the amount of \$70.00 to cover the filing fee.

Also enclosed is a certificate required by Sections 48.091 and 607.034, Florida Statutes

Please file the Articles, certifying them as the Articles of Incorporation of the above corporation and return the enclosed copy at your earliest convenience.

Cordially,


Judith Valone

NOV 12 1996

BSB

FILED
96 NOV -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Tony Valone GAVE
AUTHORIZATION BY PHONE TO
CORRECT Effective date
DATE 11/12/96
DOC. EXAM BSB

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

KAMIV, Inc.

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

KAMIV, Inc.

ARTICLE II

The general purpose of the corporation shall be to conduct any business or engage in any other activity permitted under the laws of the state of Florida and the United States, whether for profit or otherwise.

ARTICLE III

The corporation shall begin existence as of the date of filing of articles hereto and shall have perpetual existence.

ARTICLE IV

The amount of capital with which the corporation will begin business shall not be less than \$500.00.

ARTICLE V

The amount of capital stock authorized to be issued by the corporation shall be one hundred (100) shares of common stock having a par value of one dollar \$1.00 per share. Each of the shares of said stock shall entitle the holder thereof to one vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, property, labor or services at a fair evaluation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be

nonassessable The Stock shall be issued pursuant to Section 1244 of the Internal Revenue Code, 1954, as amended

ARTICLE VI

The street address of the corporation's initial registered and principal office shall be 1912 Lake Platt Lane, Tampa, Florida 33618 and the name of the corporation's initial registered agent at such address is Anthony F. Valone. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with the provisions of Section 607.3037 of the Florida Statutes.

ARTICLE VII

There shall be not fewer than one director of said corporation.

ARTICLE VIII

The number of directors constituting the initial Board of Directors shall be one and the name and address of the person who is to serve as a member thereof is as follows:

Anthony F. Valone
1912 Lake Platt Lane
Tampa, Florida 33618

ARTICLE IX

The name and address of the incorporator is as follows:

Anthony F. Valone
1912 Lake Platt Lane
Tampa, Florida 33618

ARTICLE X

The holders of the stock of this corporation shall have the preemptive right to subscribe for and purchase their proportionate share of any additional stock issued by the corporation from and after the issuance of the shares originally issued and subscribed for by the stockholders of this corporation, whether such additional shares be issued for cash, property, labor, services or any other consideration, and whether

or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles of Incorporation for the uses and purposes herein stated, and have hereunto set my hand this 28th day of October, 1996.

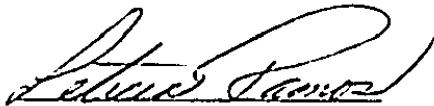


Anthony F. Valone

THE STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 28th day of October, 1996, personally appeared ANTHONY F. VALONE, being to me well known to be the person described in and who is personally known to me and who did not take an oath and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same for the purposes and consideration therein expressed

WITNESS MY HAND and official seal the year and day last aforesaid.



Notary Public
State of Florida at Large
My Commission Expires:



LETICIA RAMOS
MY COMMISSION # CC362361 EXPIRES
July 13, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

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

FILED

96 NOV -7 PM 1:15

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

FIRST: That KAMIV, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Tampa, County of Hillsborough, State of Florida, has named ANTHONY F. VALONE of KAMIV, INC. as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: Having been named as agent to accept service of process for the above stated corporation, at the place designated in this certificate I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 28th day of October, 1996.


Anthony F. Valone