

P97000005179

LAW OFFICES

*Mastriana & Christiansen*

PROFESSIONAL ASSOCIATION

F. RONALD MASTRIANA  
MICHAEL ERIC CHRISTIANSEN  
STEPHEN V. HOFFMAN

FRANK A. MASTRIANA  
1916-1991

2750 NORTH FEDERAL HIGHWAY  
FORT LAUDERDALE, FLORIDA 33308  
BROWARD (305) 566-1234  
DADE (305) 949-1234  
FAX (305) 566-1592

MEMORANDUM

TO: Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

FROM: Annette Tamres *AT*

DATE: January 8, 1997

FILE/RE: ARTICLES OF INCORPORATION  
KMT MAIL SERVICES, INC.

100002056641--9  
-01/14/97--01065--003  
\*\*\*\*122.50 \*\*\*\*122.50

Attached please find check number 24401 in the amount of \$122.50 to represent payment to file the above referenced Articles of Incorporation.

Should you have any questions, please feel free to call me. Thank you.

JAN 17

*BSB*

FILED  
97 JAN 13 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
KMT MAIL SERVICES, INC.**

**FILED**  
97 JAN 13 AM 11:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is KMT MAIL SERVICES, INC.

**ARTICLE II - DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III - PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of common stock of \$1.00 par value.

**ARTICLE V - PRINCIPAL OFFICE**

The principal office address of KMT MAIL SERVICES, INC. is 14127 Equestrian Way, West Palm Beach, Florida 33414, which is not the same address as the registered office of the corporation.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2750 North Federal Highway, Fort Lauderdale, Florida 33306, and the name of the initial registered agent of this corporation at that address is STEPHEN V. HOFFMAN.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The name and address of the initial directors of this corporation are:

**THOMAS E. DRESCHLER**  
**14127 EQUESTRIAN WAY**  
**WEST PALM BEACH, FLORIDA 33414**

**MARILYN J. DRESCHLER**  
**14127 EQUESTRIAN WAY**  
**WEST PALM BEACH, FLORIDA 33414**

**KATHLEEN M. MORONEY**  
**14127 EQUESTRIAN WAY**  
**WEST PALM BEACH, FLORIDA 33414**

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is Stephen V. Hoffman;  
2750 North Federal Highway, Fort Lauderdale, Florida 33306.

#### **ARTICLE XI - INDEMNIFICATION**

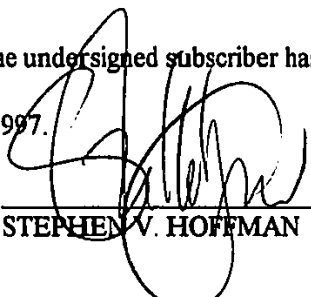
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **ARTICLE X - CONFLICTS OF INTEREST**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or officer of such other corporation, who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such an officer or director of such other corporation not so interested.

If there shall only be one director of the corporation at the time any meeting of the Board of Directors of this corporation would otherwise be required to authorize any such contract or transaction, and if the vote or consent of such interested director may not, by statute, be counted to authorize, approve or ratify the said act, contract or transaction, then and in that event, a majority of the shareholders of the corporation shall be authorized and empowered to authorize, approve or ratify any such act, contract or transaction with the same full force and effect as if the same had been authorized.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of January, 1997.

  
STEPHEN V. HOFFMAN

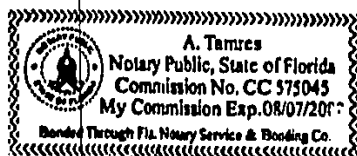
STATE OF FLORIDA     )  
                                  ) SS.  
COUNTY OF BROWARD    )

Personally appeared before me, the undersigned officer, duly authorized to administer oaths and take acknowledgments, STEPHEN V. HOFFMAN, to me well known as the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 7 day of January, 1997.

  
Notary Public, State of Florida

My commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST--THAT KMT MAIL SERVICES, INC. DESIRING TO ORGANIZE OR  
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE  
OF BUSINESS AT CITY OF FORT LAUDERDALE, 14127 EQUESTRIAN WAY, WEST PALM  
BEACH, FLORIDA 33414, HAS NAMED STEPHEN V. HOFFMAN, AS RESIDENT AGENT,  
LOCATED AT 2750 NORTH FEDERAL HIGHWAY, CITY OF FORT LAUDERDALE, STATE  
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: \_\_\_\_\_

STEPHEN V. HOFFMAN

TITLE: SUBSCRIBER

DATE: 1/7/97

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 THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

SIGNATURE: \_\_\_\_\_

STEPHEN V. HOFEMAN

DATE: 1/7/97

FILED  
JAN 13 AM 11:49  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE