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LAW OFFICES OF CHRISTOPHER A. ROCHE  
PORT OF MARCO VILLAGE  
221 ROYAL PALM DRIVE  
MARCO ISLAND, FLORIDA 34145

Christopher A. Roche  
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OF COUNSEL  
David E. Bruner

Telephone (941) 389-0700  
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January 14, 1997

VIA U.S. PRIORITY MAIL

Florida Department of State  
Qualifications/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-01/17/97--01112--020  
\*\*\*122.50 \*\*\*122.50

Re: Filing Articles of  
Incorporation for KRAM-ED, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation for KRAM-ED, Inc., together with a check in the amount of \$122.50 made payable to your order to cover filing related fees. Request is made that a certified copy of the articles be returned to this office.

Thank you for your time and efforts in this matter.

Sincerely,

  
Christopher A. Roche

Enclosures

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97 JAN 17 PM 2:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

KRAM-ED, Inc.

FILED

97 JAN 17 PH 2:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, do hereby act as the incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is KRAM-ED, Inc.

ARTICLE II

The existence of the Corporation shall begin on the date of filing of the Articles of Incorporation with the Department of State, State of Florida.

ARTICLE III

This Corporation is to exist perpetually.

ARTICLE IV

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation with the exception that the Corporation may not engage or transact in any unlawful activity or business not permitted by the laws of the State of Florida.

ARTICLE V

The street address of the principal office of the Corporation is 96 Pershing Place, West Patterson, NJ 07424.

ARTICLE VI

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VII

The initial street address of the Corporation's registered office is Law Offices of Christopher A. Roche, 221 Royal Palm Drive, Marco Island, FL 34145. The initial registered agent for the Corporation at that address is Christopher A. Roche, Esquire.

#### ARTICLE VIII

The initial board of directors shall consist of two members. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Address
Dennis V. Capalbo	96 Pershing Place West Patterson, NJ 07424
Janet Capalbo	96 Pershing Place West Patterson, NJ 07424

#### ARTICLE IX

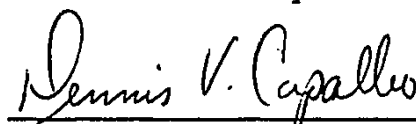
The names and street addresses of the persons signing these Articles of Incorporation are:

Name	Address
Dennis V. Capalbo	96 Pershing Place West Patterson, NJ 07424
Janet Capalbo	96 Pershing Place West Patterson, NJ 07424

#### ARTICLE X

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 1st day of January, 1997.

  
DENNIS V. CAPALBO

  
JANET CAPALBO

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for KRAM-ED, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
CHRISTOPHER A. ROCHE, ESQUIRE

Date: January 7, 1997.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA