

P97000016564



ACCOUNT NO. : 072100000032

REFERENCE : 262209 81566A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
97 FEB 19 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 17, 1997

ORDER TIME : 9:16 AM

ORDER NO. : 262209-005

CUSTOMER NO: 81566A

500002089105--2

-02/17/97--01028--022

*****70.00 *****70.00

CUSTOMER: Eric S. Kolar, Esq
KIRSCHNER, MAIN, GRAHAM,
TANNER & DEMONT
P. O. Box 1559

Jacksonville, FL 32201-1559

DOMESTIC FILING

NAME: KMGTD HOLDING, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

16h
2-21-97

W97-3830
2.17 16R



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: KMGTD HOLDING, INC.
Ref. Number: W97000003830

RESUBMIT

Please give original
submission date as file date.

We have received your document for KMGTD HOLDING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 497A00008384

97 FEB 20 PM 3:22
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
KMGTD HOLDING, INC.

FILED
97 FEB 18 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is KMGTD Holding, Inc., and the principal business address of the Corporation is KMGTD Holding, Inc., One Independent Drive, Suite 2000, Jacksonville, Florida 32202.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the earlier of (i) the date of filing of the articles of incorporation or (ii) February 18, 1996 and shall be filed with the Secretary of State within five (5) business days from February 18, 1996. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 100 shares of Common Stock, all of which shall be of the par value of \$.01 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is One Independent Drive, Suite 2000, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is Eric S. Kolar.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

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

Barry C. Averitt, Esq.
Kirschner, Main, Graham, Tanner & Demont, P.A.
One Independent Drive, Suite 2000
Jacksonville, Florida 32202

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Eric S. Kolar
Kirschner, Main, Graham, Tanner & Demont, P.A.
One Independent Drive, Suite 2000
Jacksonville, Florida 32202

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of February, 1997.



Incorporator-Eric S. Kolar

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

In compliance with Sections 607.0501 and 48.091, Florida Statutes, the following is submitted:

First, that KMGTD Holding, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Duval County, State of Florida, has named Eric S. Kolar, One Independent Drive, Suite 2000, Jacksonville, Florida 32202 as its agent to accept service of process within Florida.

Eric S. Kolar
Incorporator-Eric S. Kolar

Date: 2/18/97

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Eric S. Kolar hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Eric S. Kolar
Registered Agent-Eric S. Kolar

Date: 2/18/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA