

Ronald L. Platt, Esq.
ATTORNEY AT LAW

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March 7, 1997

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32299

Attn: For Profit - New Filing

Dear Sirs:

Enclosed herein please find 2 original sets of the Articles of Incorporation and Certificate of Resident Agent for the following for profit corporation:

KENNEDY REAL ESTATE HOLDINGS, INC.

My check for \$122.50 is enclosed for the filing fee. Please return a certified copy to me at your earliest convenience.

Sincerely,



Ronald L. Platt, Esq.

RLP:cvb

Enclosures

FILED
97 MAR 14 PM 2:53
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

KENNEDY REAL ESTATE HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

KENNEDY REAL ESTATE HOLDINGS, INC.

ARTICLE II - PRINCIPAL OFFICE

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

600 West Hillsboro Boulevard, Suite 101
Deerfield Beach, Florida 33441

ARTICLE III - CAPITAL STOCK

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

Ten Thousand (10,000) shares

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Robert N. Kennedy
600 West Hillsboro Boulevard, Suite 101
Deerfield Beach, Florida 33441


ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert N. Kennedy
600 West Hillsboro Boulevard, Suite 101
Deerfield Beach, Florida 33441

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97 MAR 14 PM 2:43
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this the 26th day of February, 1997.


ROBERT N. KENNEDY

STATE OF FLORIDA

COUNTY OF PALM BEACH

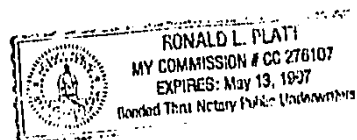
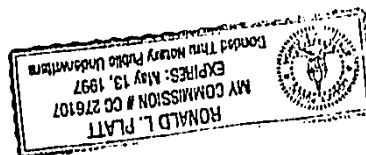
BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments, in and for the State and County set forth above, personally appeared ROBERT N. KENNEDY, the President of the corporation, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me and before me that he executed the Articles as the President of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the in the State and county aforesaid, this 26th day of February, 1997.



Notary Public, State of Florida

My commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: KENNEDY REAL ESTATE HOLDINGS, INC.

2. The name and address of the registered agent and office is:

Robert N. Kennedy

600 West Hillsboro Boulevard, Suite 101

Deerfield Beach, Florida 33441

SIGNATURE

Robert N. Kennedy
ROBERT N. KENNEDY

TITLE President

DATE

2/26/97

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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 AS REGISTERED AGENT.

SIGNATURE

Robert N. Kennedy
ROBERT N. KENNEDY

DATE

2/26/97

REGISTERED AGENT FILING FEE: \$35.00