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ATTORNEYS AT LAW

BLAKE, TORRES & MULLER, P.A.

GLENN M. BLAKE, Esq.
JUAN F. TORRES III, Esq.
GEORGE H. MULLER, Esq.

March 31, 1997

Division of Corporations
New Filings Section
Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: K & S. Trophies, Inc.

To Whom It May Concern:

Please find enclosed original and one copy of Articles of Incorporation of K & S Trophies, Inc. for filing, together with a check for \$70.00.

Kindly return the duplicate copy to me following filing.

Your cooperation in this matter is greatly appreciated.

Very truly yours,

BLAKE, TORRES & MULLER, P.A.


John D. Hasler
For the Firm
JDH/paf

Enclosure

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -3 AM 8:11

JDH 4/4

ARTICLES OF INCORPORATION

OF

K & S TROPHIES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -3 AM 8:11

ARTICLE I

The name of the corporation is K & S TROPHIES, INC.

ARTICLE II.

This corporation shall have perpetual existence, commencing as of the time these ARTICLES are filed by the Department of State, Division of Corporations.

ARTICLE III

This corporation is formed for the purpose of engaging in THE DESIGN, MANUFACTURE AND SALE OF trophies, award-plaques, loving cups and memorabilia souvenirs. It shall also be empowered to transact and perform any and all lawful businesses for which corporations may be authorized under the Laws of the State of Florida.

ARTICLE IV

This corporation is authorized to issue one thousand shares of common stock with each share having a par value of ten dollars (\$10.00).

ARTICLE V

The corporation shall have two directors who shall also serve as the president and secretary-treasurer for the first year. The directors shall be elected annually thereafter under provisions of the By-Laws to be adopted.

The initial directors are:

Kim W. Richardson 1734 SW Hampshire Lane

Port St. Lucie, FL 34953

Suelynn Richardson 1734 SW Hampshire Lane

Port St. Lucie, FL 34953

ARTICLE VI

The name and address of the persons signing the ARTICLES:

Kim W. Richardson 1734 SW Hampshire Lane

Port St. Lucie, FL 34953

Suelynn Richardson 1734 SW Hampshire Lane

Port St. Lucie, FL 34953

ARTICLE VII

The address of the initial registered office shall be 1734 SW Hampshire Lane, Port St. Lucie, FL 34953 and the resident agent at that address is Kim W. Richardson.

ARTICLE VIII

The corporation reserves the right to amend or repeal any provisions contained in these ARTICLES or any AMENDMENT, under the laws of the State of Florida.

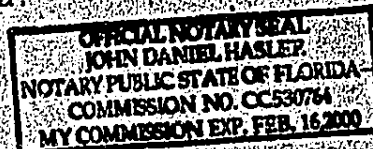
IN WITNESS WHEREOF the undersigned subscribers have executed these ARTICLES OF INCORPORATION this 28th day of March, 1997


Kim W. Richardson


Sue Lynn Richardson

STATE OF FLORIDA)
COUNTY OF ST. LUCIE)

SUBSCRIBED AND SWORN TO BEFORE ME this 28th day of March 1997, by KIM W. RICHARDSON AND SUELYNN RICHARDSON who are personally known to me, a Notary Public duly commissioned in the State of Florida.




Notary Public

CERTIFICATE OF REGISTERED AGENT

In compliance with the applicable statutes, the following is submitted;

That K & S TROPHIES, INC. desiring to organize under the laws of the State of Florida, with the principal office of the Corporation at 1734 SW Hampshire Lane, Port St. Lucie, FL 34953, has named Kim W. Richardson at said address as its agent to accept service of process in the State.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -3 AM 8:17

ACKNOWLEDGEMENT

Having been named to accept service of process for the
aforenamed Corporation K & S TROPHIES, INC., at the place
designated in this certificate, the undersigned agrees to act in
this capacity and agrees to comply with the provisions of the
law of the State of Florida relative to keeping the designated
office open.


KIM W. RICHARDSON, Registered Agent