(((H97000007999 0)))

DIVISION OF CORPORATIONS

(904)922-4001

FAX #:

FROM: THE COMPANY CORPORATION

076660001006

ACCT#:

CONTACT: REGINA CEPHAS

PHONE: (302)575 0440

FAX #:

(302)575-1346

NAME: KELLY-LANCASTER INC.

AUDIT NUMBER...... H97000007999

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...O

PAGES..... 2

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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ENTER SELECTION AND (CR):

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ARTICLES OF INCORPORATION OF KELLY-LANCASTER INC.

The undersigned natural person(s), of the age of 21 or more acting to form a corporation under the corporate laws of the State of Florida do heroby certify the following:

FIRST: The name of the corporation will be KELLY-LANCASTER INC.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallshassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 2450 S. Military Trail. W. Palm Beach, FL 33414.

FOURTH: The purpose for which this corporation is organized shall be to engage in any fawful act or activity for which corporations may be organized under the Florida Business Corporations Act.

FIFTH: The total authorized stock of this corporation is divided into 100 share(s) at no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(cs) who will serve as director(s) until the first annual meeting of shareholders or until their successors are elected are as follows:

Prank D. Kelly 2450 S. Military Trail, W. Palm Beach, FL 33414.

SEVENTH: The duration of this corporation is perpetual.

EIGHTH: This is a Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Wendy Snow 1313 N. Market Street Wilmington, DE 19801.

I/We, the undersigned, being the incorporator(s) of the corporation identified above, declare that I/we have examined the foregoing this 14th day of May, 1997.

State of Delaware County of New Castle

THE POREGOING instrument was acknowledged and swoon to before me this 14th day of May, 1997 by

Wendy Snow.

Notary Public

This document was prepared by. Wendy Snow, 1313 Market Street, MY COMMISSION EXPIRES QCY. 8, 1992

Wilmington, DE 19801 (302) 575-0440.

EUSAN M. GRIPPIN
NOTARY PURI IC - STATE OF DELAVARE
MY COMMISSION EXPIRES OCY. 8. 8088

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TOTAL P.03

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

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this <u>kelly-lascaster</u> inc.		
desiring to organize under the laws of the State of Florida with	its princip	pal
lace of business located in the city of W. Palm Beach	, State	of
Florida, has named Lorry Wolfe	located	at
200-e John Knox Road, Tallahassee, FL 32303-6643		
as its agent for	or service	of
process within Florida.		

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.

5/14/97

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