

P9700043648

LA OFFICES OF
WEITZ & SCHWARTZ, P.A.
WORLD EXECUTIVE BUILDING, SUITE 200
3500 NORTH STATE ROAD 7
FORT LAUDERDALE, FLORIDA 33319

FILED

97 MAY 14 PM 1:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE (954) 484-3544
FAX (954) 735-9594

JEFFREY L. WEITZ
ERIC R. SCHWARTZ

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

RECEIVED DATE
5-12-97

May 12, 1997

Re: KWILLY, INC.

800002178268--7
-05/14/97--01073--008
****122.50 ****122.50

Dear Sirs:

Enclosed please find an original and two copies of the Articles of Incorporation for the above-captioned corporation. I am enclosing my check payable to the Secretary of State in the amount of \$122.50 representing payment of the following:

Filing fee	\$35.50
Certified Copy of Articles of Incorporation:	52.00
Designation of Resident Agent:	35.00

Also enclosed please find an original Certificate Designating Place of Business and Agent together with two copies. Please return a certified copy of the Articles of Incorporation to the undersigned at your earliest opportunity.

Thank you for your cooperation in this matter.

Very truly yours,

WEITZ & SCHWARTZ

Eric R. Schwartz

ERS/mk
Enclosures

5/16/97

ARTICLES OF INCORPORATION

OF

KWILLY, INC.

FILED

97 MAY 14 PM 1:42

RECEIVED
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is KWILLY, INC.

DATE
5-12-97

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

KIRBY WILLIAMS
6550 N. E. 21st Drive
Fort Lauderdale, FL 33308

KAYE WILLIAMS
6550 N. E. 21st Drive
Fort Lauderdale, FL 33308

ARTICLE VIII - CORPORATE MAILING ADDRESS

The principal mailing address of the corporation is:

6550 N. E. 21st Drive
Fort Lauderdale, FL 33308

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

KIRBY WILLIAMS
6550 N. E. 21st Drive
Fort Lauderdale, FL 33308

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of May, 1997.

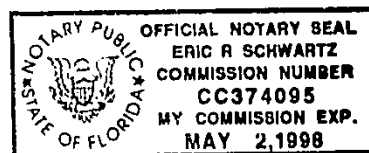
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 12 day of May, 1997 by KIRBY WILLIAMS, who is personally known to me or who has produced _____ as identification and who did not take an oath.

My Commission Expires:


Notary Public



FILED

07 MAY 14 PM 1:42
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICLE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That KWILLY, INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of Fort Lauderdale, County of Broward, State of Florida, has named KIRBY WILLIAMS, located at 6550 N. E. 21st Drive, Fort Lauderdale, County of Broward, State of Florida, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


KIRBY WILLIAMS