



THE UNITED STATES
CORPORATION
COMPANY

P 970000 45647

ACCOUNT NO. : 072100000032

REFERENCE : 360704 115671A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 9, 1997

ORDER TIME : 11:0 AM

ORDER NO. : 360704-010

CUSTOMER NO: 115671A

CUSTOMER: Mary Lynn Desjarlais, Esq
MARY LYNN DESJARLAIS, P.A.

8075 South Beneva Road

Sarasota, FL 34238

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-05/09/97--01114--003
****105.00 *****70.00

DOMESTIC FILING

* File Second

NAME: KATO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS:

RECEIVED
5/11/97 PM 1:05
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
MAY-97 MAY-97 PM 1:12

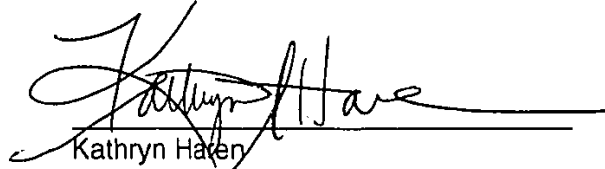
AFFIDAVIT REGARDING IMMEDIATE USE OF NAME

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared Kathryn Haren, Managing Member of KaTo, L.C., hereinafter referred to as "Affiant" who, being by me first duly sworn on oath, says:

1. That Affiant has no intention of revoking the Articles of Dissolution of KaTo, L.C.
2. The name of KaTo is available for immediate use by KaTo, Inc.

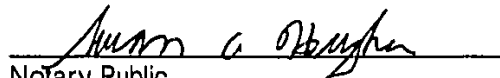
FURTHER AFFIANT SAYETH NAUGHT:


Kathryn Haren
Affiant

SWORN TO and subscribed before me this 21 day of May, 1997.



Susan A Hughes
My Commission CC621544
Expires February 13, 2001


Notary Public
I hereby certify that I am a Notary
Public in and for the State of
Florida and my Commission expires:

ARTICLES OF INCORPORATION

OF

KaTo, INC.

FILED
97 MAY -9 PM 1:05
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I. - NAME

The name of this corporation shall be KaTo, INC.

ARTICLE II. - PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 931 Pinto Circle, Nokomis, FL 34275.

ARTICLE III. - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock, having a nominal or par value of \$1.00 per share.

ARTICLE V. - TERM AND COMMENCEMENT OF EXISTENCE

This corporation is to exist perpetually. The date of commencement of corporate existence is the date of filing the Articles of Incorporation.

97 MAY 22 PM 1:22
TALLAHASSEE, FLORIDA

ARTICLE VI. - DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Address:</u>
Kathryn A. Haren	931 Pinto Circle Nokomis FL 34275
Antony Partridge	931 Pinto Circle Nokomis FL 34275


ARTICLE VII.
INCORPORATOR, REGISTERED OFFICE, REGISTERED AGENT AND ACCEPTANCE

The name of the registered agent and the street address of the registered office of the corporation, and the name and address of each incorporator of this corporation is as follows:

<u>Registered Agent:</u>	<u>Registered Office:</u>
Kathryn A. Haren	931 Pinto Circle Nokomis FL 34275

<u>Incorporator:</u>	
Kathryn A. Haren	931 Pinto Circle Nokomis FL 34275

I am familiar with and accept the duties and responsibilities as registered agent for this corporation.


KATHRYN A. HAREN

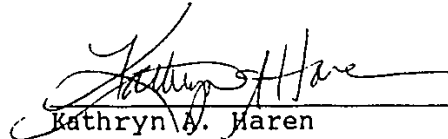
ARTICLE VIII. - TRANSFERABILITY OF SHARES

Any and all of the shareholders of this corporation may, from time to time, enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof, and thereafter any transfer of said shares shall be made in accordance with the terms of said agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written or printed upon the certificate representing said shares, and the Bylaws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX - PRE-EMPTIVE

Each shareholder shall have the right to purchase additional shares of previously or newly authorized but unissued stock of the same or different class and Treasury stock so that the ratio of issued and outstanding shares held by a shareholder to the total number of issued and outstanding shares of stock remains the same as at the date of original issue.

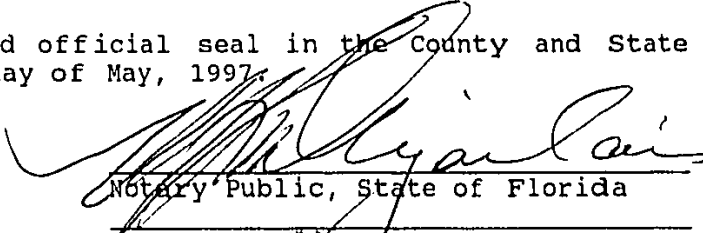
IN WITNESS WHEREOF, the above named incorporator to these Articles of Incorporation set her hand and seal this _____ day of May, 1997.


Kathryn A. Haren

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Kathryn A. Haren, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and acknowledged to me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 7 day of May, 1997.


Notary Public, State of Florida

PERSONALLY KNOWN _____ (OR) ID PRODUCED _____
TYPE OF ID PRODUCED Driver License



MARY LYNN DESJARLAIS
My Commission CCB41223
Expires Apr. 01, 2000