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FLAGLER COURT BUILDING
215 FIFTH STREET
SUITE 305
WEST PALM BEACH, FLORIDA 33401

TEL: (561) 655-5113 / FAX: (561) 833-0417

Victor B. Gent, JD

July 22, 1997

VIA FEDERAL EXPRESS

Department of State
DIVISION OF CORPORATIONS
409 East Gaines Street
Tallahassee, Florida 32399

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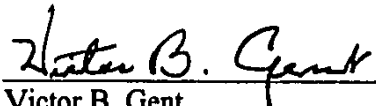
RE: **KING'S MANAGEMENT OF SOUTH FLORIDA, INC.**
Filing of Articles of Incorporation And Certificate of Designation

Dear Sir/Madam:

Please find enclosed for filing (1) an original and one copy of the Articles of Incorporation for the above-referenced corporation; and (2) an original of the Certificate of Designation regarding the registered agent and office for said corporation. I also enclose my check in the amount of \$122.50 for filing fees.

Should you have any questions, kindly call or fax us at the numbers noted at the top of this correspondence.

Best regards,


Victor B. Gent

enclosures

FILED
JUL 25 PM 2:45
TALLAHASSEE, FLORIDA

OF COUNSEL:

Debra Rose

Lynden B. Rose / Licensed in Texas

Sharon Rose / Licensed in Bahamas & Great Britain


7/28/97

ARTICLES OF INCORPORATION
OF
KING'S MANAGEMENT OF SOUTH FLORIDA, INC.

FILED
97 JUL 25 PM 2:45
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be:

King's Management of South Florida, Inc.

ARTICLE II

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

18H Crossings Circle
Boynton Beach, Florida 33435

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 11,600 shares.

ARTICLE IV

The name and address of the initial registered agent is:

Victor B. Gent
THE ROSE LAW FIRM, P.A.
215 Fifth Street/Suite 305
West Palm Beach, Florida 33401

ARTICLE V

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

Errol Stephen King
1509 Medland Road/Apt. D
Huntsville, Alabama 35816

DATED this 22nd day of July, 1997.


Errol Stephen King
Incorporator

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: King's Management Of South Florida, Inc.
2. The name and address of the registered agent and office is:

Victor B. Gent
THE ROSE LAW FIRM, P.A.
215 Fifth Street
Suite 305
West Palm Beach, Florida 33401

DATED this 22nd day of July, 1997.



Errol Stephen King
Incorporator

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.

DATED this 22nd day of July, 1997.


Victor B. Gent, Registered Agent

97 JUL 25 PM 2:45
FILED
CLERK OF DISTRICT COURT
PALM BEACH COUNTY, FLORIDA