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CRAIG & MURRAY, LLP
ATTORNEYS AT LAW

1250 TAMiami TRAIL NORTH

SUITE 201

NAPLES, FLORIDA 34102

TELEPHONE (941) 434-5454

TELEFAX (941) 434-8425

ROGER E. CRAIG*
PAUL A. MURRAY, P.A.*

*ADMITTED IN MICHIGAN & FLORIDA

August 28, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-09/02/97--01038--001

*****70.00 *****70.00

RE: K C B DEVELOPMENT CORPORATION

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a time stamped copy of the Articles of Incorporation (duplicate enclosed) in the stamped self addressed envelope also enclosed.

Also enclosed please find my check for \$70.00 made payable to the Department of State for filing fees.

Thank you for your attention and cooperation in this matter. If you should have any questions, please do not hesitate to contact my office.

Very truly yours,
Paul A. Murray, P.A.

Paul A. Murray
For the Firm

PAM:sh
Enclosures As Noted
cc w/o encl: James W. Amburn

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
K C B DEVELOPMENT CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation is K C B DEVELOPMENT CORPORATION.

ARTICLE II

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

5117 Castello Drive, Suite 1
Naples, Florida 34103.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 Common Shares with \$1.00 par value per share.

ARTICLE IV

The name of the corporation's initial registered agent and the address of the initial registered office of this corporation is as follows:

Paul A. Murray
1250 North Tamiami Trail, Suite 201
Naples, Florida 34102

ARTICLE V

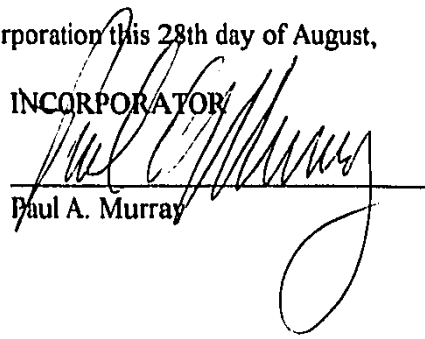
The name and address of the incorporator to these Articles of Incorporation is as follows:

Paul A. Murray
1250 North Tamiami Trail, Suite 201
Naples, Florida 34102

The undersigned has executed these Articles of Incorporation this 28th day of August, 1997.

INCORPORATOR

Paul A. Murray



**Designation and Acceptance of Registered Agent
for a Florida Corporation**

Pursuant to the provisions of F.S. 607.0501, 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.

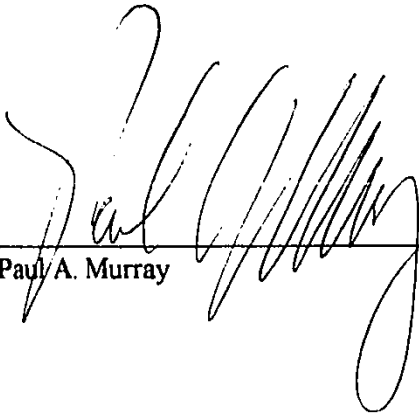
1. The name of the corporation is:
K C B DEVELOPMENT CORPORATION INC..
2. The name of the registered agent is Paul A. Murray.
3. The address of the registered agent/registered office is:

1250 North Tamiami Trail, Suite 201
Naples, Florida 34102

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



Paul A. Murray

Date: August 28, 1997