

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -8 PM 2: 35

P97000077523

SOUTHEAST ATTENUATORS, Inc.

800002284658--0
-09/04/97--01054--010
*****122.00 *****122.00

800002284658--0
-09/04/97--01054--011
*****0.50 *****0.50

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Name Reservation _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: CJB 9.4 1001

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

RECEIVED
97 SEP 14 PM 10:15

RP
9-8-97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 4, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST. STE. 1
TALLAHASSEE, FL 32301

SUBJECT: KIPS, INC.
Ref. Number: W97000020411

We have received your document for KIPS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton
Document Specialist

Letter Number: 597A00044212



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 5, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST. STE. 1
TALLAHASSEE, FL 32301

SUBJECT: KPS, INC.
Ref. Number: W97000020411

We have received your document for KPS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Randall Purintun
Document Specialist

Letter Number: 597A00044212

ARTICLES OF INCORPORATION

OF

Southeast Attenuators, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -8 PM 2:35

THE UNDERSIGNED, acting as sole incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Southeast Attenuators, Inc.

The name of the corporation shall be: The address and mailing address of the corporation's principal office shall be:

4521 P.G.A. Blvd., Suite 276
Palm Beach Gardens, FL 33418

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and of Florida.

ARTICLE IV

The corporation shall have the authority to issue 1000 shares of common stock, all of one class, at One Dollar (\$1.00) par value.

ARTICLE V

The address of its initial registered office of the corporation is 120 E. Palmetto Park Road, Suite 450, Boca Raton, Florida 33432 and the name of its registered agent is Ronald R. Friedman.

ARTICLE VI

The number of directors constituting its initial Board of Directors is one (1), whose name and address is:

Joanne Ciociola, 4521 P.G.A. Blvd., Suite 276, Palm Beach Gardens, FL 33418

ARTICLE VII

The name and address of the sole incorporator is:

Joanne Ciociola, 4521 P.G.A. Blvd., Suite 276, Palm Beach Gardens, FL 33418

ARTICLE VIII

Preemptive rights shall be as follows:

The shareholders shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock as may be issued from time to time, in addition to that stock authorized and issued by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of common stock currently authorized and issued.


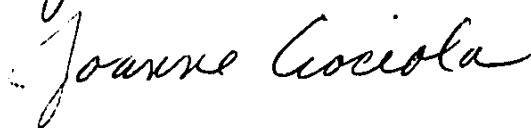
ARTICLE IX

Unless otherwise provided in this Corporation's By-Laws, no shares of the capital stock of this Corporation may be transferred without the prior approval of the Corporation's Board of Directors.

ARTICLE X

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS WHEREOF, we have subscribed our names this 30 day of Aug,
1997.


JOANNE CIOCIOLA


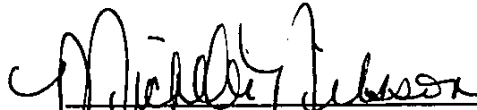
STATE OF FLORIDA

: ss

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared JOANNE CIOCIOLA who to me is well known to be the person described in and who subscribed the above Articles of Incorporation, or who produced Driver's License as identification, and who did not take an oath, and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the county and state aforesaid, this 30 day of Aug, 1997.



Notary Public of the State of Florida
My Commission Expires: 4/7/2001




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ACKNOWLEDGMENT

Having been named to accept service of process for this corporation, at the place designated in Article V, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.



Ronald R. Friedman