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BENSON, MOYLE & CHAMBERS

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

NATIONSBANK TOWER

ONE FINANCIAL PLAZA, SUITE 1600

FORT LAUDERDALE, FLORIDA 33304-1607

WILLIAM H. BENSON, P.A.
BERNARD T. MOYLE, P.A.
STEWART P. CHAMBERS, P.A.
MARK S. MUCCI

MARK J. LOTERSTEIN
PATRICK J. TOOMEY, JR.
LEE A. WEINTRAUB

ALLAN F. MEYER, P.A.

BROWARD (954) 524-6600
DADE (305) 944-3311
PALM BEACH (561) 734-4655
FACSIMILE (954) 463-6963

September 26, 1997

VIA UPS OVERNIGHT

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: **King's Pride, Inc.**
Filing of Florida Corporation
Our File No. 97-056

200002306122--7

-09/29/97-01111-005

****122.50 ****122.50

EFFECTIVE DATE

9-26-97

To whom it may concern:

Enclosed herewith you will find the Articles of Incorporation with respect to the above referenced Company.

You will also find enclosed our firm's check in the amount of \$122.50 representing filing fees and the fee for a certified copy. Please return same to the address located hereon.

If you have any questions, please do not hesitate to call.

Very truly yours,

BENSON, MOYLE & CHAMBERS

Bernard J. Moyle/tn

Bernard T. Moyle,
For the Firm

/tn

SEP 30

BSB

Enclosures

K:\97-056\092697SS.LTR

FILED
97 SEP 29 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
KING'S PRIDE, INC.

FILED

97 SEP 29 AM 11:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

EFFECTIVE DATE
9-26-97

ARTICLE I

The name of the corporation ("Corporation") is King's Pride, Inc.

ARTICLE II

The existence of the corporation shall begin on September 26, 1997.

ARTICLE III

The street address of the principal office of the Corporation is Town Highway 10, Kirby, Vermont 05851.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is One Financial Plaza, Suite 1600, Fort Lauderdale, FL 33394. The initial registered agent for the Corporation at that address is Bernard T. Moyle, Esq.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The name and address of the

person who will serve on the initial board of directors is:

Name:

David Archambeau

Address:

P.O. Box 1323, Lyndonville, VT 05851

ARTICLE VII

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

Name:

Bernard T. Moyle, Esq.

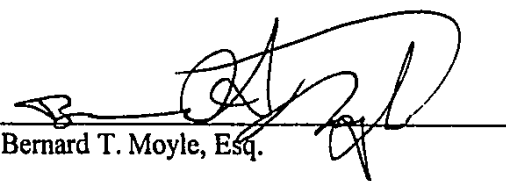
Address:

One Financial Plaza, Suite 1600, Fort Lauderdale, FL 33394

ARTICLE VIII

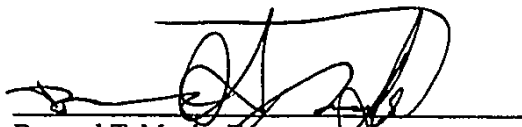
The Corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of September, 1997.


Bernard T. Moyle, Esq.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for King's Pride, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Bernard T. Moyle, Esq.

Date: The 26th day of September, 1997.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA