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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: JOHNNY C. RODRIGUEZ

PHONE: (305)672-0686

Luis

FAX #: (305)672-9110

NAME: JKMC, INC.

AUDIT NUMBER.....H97000016506

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES.....4

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
JKMC, Inc.

EFFECTIVE DATE  
10-3-97

### Article II. Address

The mailing address of the Corporation is:  
JKMC, Inc.  
c/o 200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131-2310

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### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Rossz Fiu Corporation  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131-2310

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:  
Henri Chapuis

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jan Carson Chæezem | FL Bar Member 335193  
Kelth Mack LLP  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131-2310  
305-358-7606

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Jan Carson Cheezem

Keith Mack LLP

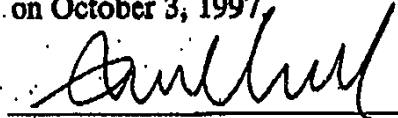
200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 3, 1997.

The undersigned incorporator executed these Articles of Incorporation on October 3, 1997.



JAN CARSON CHEEZEM

by L.A. Uriarte as attorney-in-fact

Jan Carson Cheezem | FL Bar Member 335193  
Keith Mack LLP  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131-2310  
305-358-7805

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**


**CORPORATION:**

**JKMC, Inc.**

**REGISTERED AGENT/OFFICE:**

**Rossz Fiu Corporation  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131-2310**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
\_\_\_\_\_  
**ROSSZ FIU CORPORATION  
Jan Carson Cheezem, President  
by L.A. Uriarte as attorney-in-fact**

**Date: October 3, 1997**

**Jan Carson Cheezem | FL Bar Member 935193  
Keith Mack LLP  
200 South Biscayne Boulevard, 20th Floor  
Miami FL 33131-2310  
305-358-7605**

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