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JAMES A. HORLAND
PENTHOUSE 4 • CITICENTRE
290 N.W. 165TH STREET
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January 9, 1998

VIA FEDERAL EXPRESS #: 3975486476

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-01/12/98--01088--019
*****70.00 *****70.00

RE: K & N Services, Inc.

TO WHOM IT MAY CONCERN:

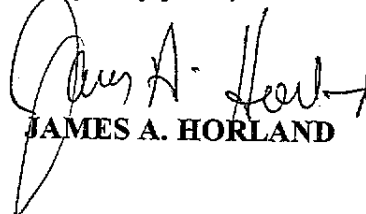
Enclosed you will find the following:

1. Original and one copy of Articles of Incorporation for K & N Services, Inc.
2. Check payable to Secretary of State in the amount of \$70.00 to cover the \$35.00 filing fee and the \$35.00 registered agent fee.

Please file the original and return a stamped-in copy (uncertified) of the Articles of Incorporation in the stamped, pre-addressed envelope enclosed herewith.

Thank you for your assistance.

Very truly yours,


JAMES A. HORLAND

JAH/pb
Enclosures

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FILED
98 JAN 12 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T47-1/14/98

ARTICLES OF INCORPORATION

OF

K & N SERVICES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

K & N SERVICES, INC.

The address of the principal office of this corporation shall be 8362 Pines Blvd., Pembroke Pines, FL 33024, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 290 N.W. 165th Street, Penthouse 4 - CitiCentre, Miami, FL 33169, and the name of the initial registered agent of the corporation at that address is **James A. Horland, Esq.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially, or such other number of officers and directors as are set forth in the By-laws of the Corporation. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

KENNETH CATO
President/Director

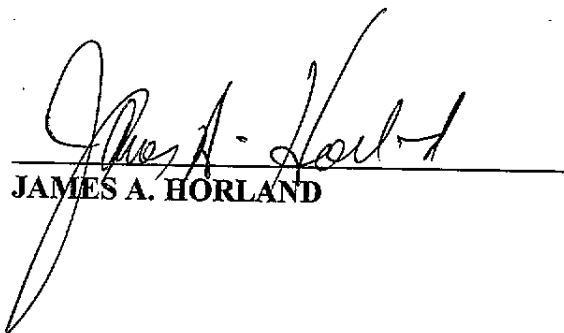
8362 Pines Blvd.,
Pembroke Pines, FL 33024

ARTICLE VIII. INCORPORATOR

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

James A. Horland, Esq.
290 N.W. 165th Street, PH-4
Miami, FL 33169

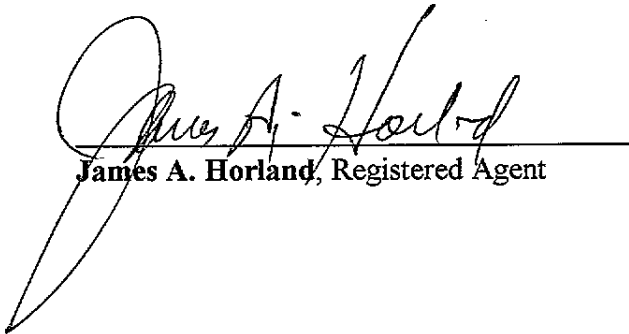
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 9th day of January, 1998.


JAMES A. HORLAND

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN ARTICLES OF INCORPORATION

James A. Horland, having a business office of 290 N.W. 165th Street, Penthouse 4 - CitiCentre, Miami, FL 33169, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


James A. Horland, Registered Agent

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TALLAHASSEE, FLORIDA