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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: K & K ROADS, INC.

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AUDIT NUMBER...... H98000001802

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS...O

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ARTICLES OF INCORPORATION OF K & K ROADS, INC.

ARTICLE I

The name of this corporation is K & K ROADS, INC. The principal address of the corporation is 46 S.W. First Street, Suite 400, Miami, Florida 33130.

ARTICLE II

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

This corporation is organized for the following purpose: To engage in the transaction of any and all lawful business whatsoever.

ARTICLE IV

This corporation is authorized to issue One Thousand (1,000) shares of One Hundred Dollars (\$100.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 46 S. W. First Street, Fourth, Floor, Miami, Florida 33130 and the name of the registered agent of this corporation at that address is Keith D. Diamond.

ARTICLE VI

This corporation shall have two (2) directors initially. The number of director(s) may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation and of the corporation are:

Keith Diamond

46 S.W. First Street, Suite 400 Miami, Florida 33130

Kurt Harrington

46 S.W. First Street, Suite 400 Miami, Florida 33130

The officers of the corporation are as follows:

Keith Diamond Kurt Harrington President and Secretary Vice-President and Treasurer

This Instrument Prepared by: Keith D. Dismond, Esq. 46 S.W. First Street, #400 Mismi, Florida 33130 (305) 358-0034 Florida Bar Wo. 708615

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The name and address of the person signing these Articles os Keith D. Diamond, 46 S. W. First Street, Fourth Floor, Mami, Florida 33130.

ARTICLE VIII

The power to adopt, alter, named or repeal By-Laws shall be vested in the Florida General Corporation Act.

ARTICLE IX

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

The corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

ARTICLE_XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of January, 1998.

I AM HEREBY familiar with and accept the duties responsibilities as registered agent for said corporation.

> KEITH D. DIAMOND Subscriber and Registered Agent

STATE OF FLORIDA SS.

COUNTY OF DADE

The foregoing instrument was acknowledged before me on this day of September, 1997, by Keith D. Diamond, who is personally known to me. rolanco

NOTARY PUBLIC, State of Florida

At Large Print Name: MANIA E. Nohasco My Commission Expires:

OFFICIAL NOTARY SEAL MARIA E NOLASCO NUTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC621194 MYCOMMESSION EXP. PEB. 12,2001

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