

JAMES R. THIES, SR.
Attorney at Law

* Certified Mediator

P98000019849

February 26, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: K2B, Inc.

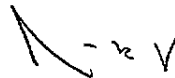
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****122.50 ****122.50

Dear Sir or Madam:

Enclosed for filing please find the Articles of Incorporation for K2B, Inc. I am also enclosing my firm's check in the amount of \$122.50 as and for your filing fee. It is my understanding that your office will return a certified copy of the Articles of Incorporation to my office.

Thank you for your cooperation in this matter. Should you have any questions or if we can be of additional assistance, please do not hesitate to contact me or my legal assistant, Lori.

Sincerely,



James R. Thies, Sr.

JRT;lhbm

Enclosures

FILED
98 MAR - 2 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

33-98

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator(s) of a corporation under the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

1. Name. The name of this corporation is K2B, INC.
2. Duration. The period of its duration is perpetual.
3. Purpose. The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.
4. Capital Stock. The corporation is authorized to issue 500 shares, all of one class, at par value.
5. Initial Registered Office and Agent. The name and address of the initial registered agent and office of this corporation is as follows:

James R. Thies, Sr., Esquire
3168 Highway 17, South, Suite D
Orange Park, Florida 32073
6. Initial Board of Directors. This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

KATHERINE DELAINE SIEVERS, President
829 North Palmetto Avenue
Green Cove Springs, Florida 32043

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7. Incorporator(s). The names(s) and address(es) of the Incorporator(s) signing these Articles of Incorporation is:

KATHERINE DELAINE SIEVERS, President
829 North Palmetto Avenue
Green Cove Springs, Florida 32043

8. Amendment of Articles. 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 Incorporator has executed these Articles of Incorporation this 26th day of February, 1998.

Katherine Delaine Sievers
KATHERINE DELAINE SIEVERS
President

James R. Thies, Sr.
JAMES R. THIES, SR., ESQUIRE
Registered Agent

**STATE OF FLORIDA
COUNTY OF CLAY**

BEFORE ME, the undersigned authority, this day personally appeared KATHERINE DELAINE SIEVERS, who being first duly sworn, deposes and says, she is the President named in the foregoing and the facts contained therein are true and correct to the best of her knowledge, information and belief.

Sworn to and subscribed before me this 26th day of February, 1998, by KATHERINE DELAINE SIEVERS. Such person did take an oath and: (Notary must check applicable box).

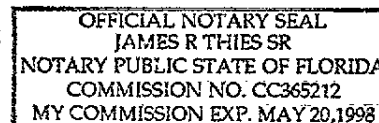
XX

is/are personally known to me.

produced a current Florida driver's license as identification

produced _____ as identification

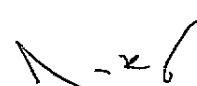
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James R. Thies, Sr.
SIGNATURE OF NOTARY

ACCEPTANCE

I certify that I am a permanent resident of Clay County, Florida, whose business mailing address is 3168 Highway 17, South, Suite D, Orange Park, Florida 32073. I hereby accept the foregoing designation as Registered Agent.


JAMES R. THIES, SR.
Registered Agent

STATE OF FLORIDA
COUNTY OF CLAY

BEFORE ME, the undersigned authority, this day personally appeared JAMES R. THIES, SR., who being first duly sworn, deposes and says, he is the Registered Agent named in the foregoing Interrogatories and that the facts contained therein are true and correct to the best of his knowledge, information and belief.

Sworn to and subscribed before me this 26th day of February, 1998, by JAMES R. THIES, SR. Such person did take an oath and: (Notary must check applicable box).

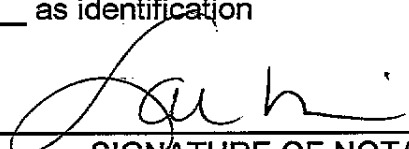
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is/are personally known to me.

produced a current Florida driver's license as identification

produced _____ as identification

{Notary seal must be affixed}


SIGNATURE OF NOTARY

