

P98000021871



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 732941 81034A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : March 9, 1998

ORDER TIME : 10:23 AM

ORDER NO. : 732941-005

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq
MICHAEL WM. MEAD, ESQ

P. O. Drawer 1329

Fort Walton Bea, FL 32549-1329

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -9 PM 12:55

DOMESTIC FILING

NAME: K & W DEVELOPERS, INC.

400002450434--8

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
98 MAR-9 AM 11:24
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -9 PM 12:55

ARTICLES OF INCORPORATION

OF

K & W DEVELOPERS, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I. Name

The name of this corporation is: K & W DEVELOPERS, INC.

ARTICLE II. Nature of Business

The general nature of the business or businesses to be transacted by this corporation is the following: To do any and all acts authorized by the general laws of the State of Florida regardless of said principal purpose.

ARTICLE III. Term of Existence

The term of existence of the corporation shall be perpetual.

ARTICLE IV. Capital Stock

The maximum number of shares that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) SHARES having a nominal or par value of \$1.00 per share.

ARTICLE V.

Address

The principal place of business of this corporation shall be 10 Racetrack Road NW, Fort Walton Beach, Florida 32547, however, the business shall also be conducted at such other places, such other counties, and such other towns or cities within the State of Florida as may from time to time be authorized and directed by the shareholders.

ARTICLE VI.

Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved at a stockholder's meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE VII.

Management of Corporation Affairs

The business of this corporation shall be managed by its stockholders rather than by a Board of Directors. In the management of the business of the corporation, the act of the stockholders representing a majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be the act of the stockholders. Each stockholder shall be entitled to one (1) vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, present in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE VIII.

Officers

The names and addresses of the President, Secretary, and Treasurer are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Craig J. Kruse	10 Racetrack Road, NW Fort Walton Beach, Florida 32547	President, Secretary, Treasurer

ARTICLE IX.
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation and the number of shares they agree to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Craig J. Kruse	10 Racetrack Road, NW Fort Walton Beach, Florida 32547	500

ARTICLE X.
Registered Agent

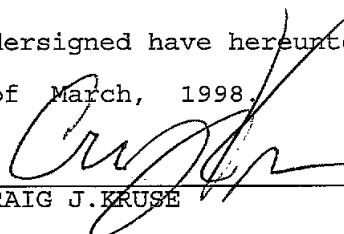
The Registered Agent of the corporation shall be CRAIG J. KRUSE, and the street address of the office, place of business or location for the service of process within this State shall be: 10 Racetrack Road NW, Fort Walton Beach, Florida 32547.

ARTICLE XI.
Incorporator

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


Craig J. Kruse
10 Racetrack Road NW
Fort Walton Beach, FL 32547

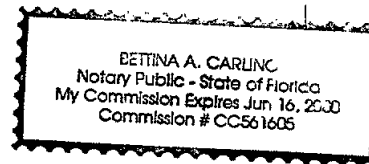
IN WITNESS WHEREOF, the undersigned have hereunto executed these presents this 5th day of March, 1998.


CRAIG J. KRUSE

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this
5th day of March, 1998, by Craig J. Kruse who is personally
known to me.


Notary Public
My Commission Expires:



MICHAEL WM MEAD
ATTORNEY AT LAW
24 WALTER MARTIN ROAD
P. O. DRAWER 1329
FORT WALTON BEACH,
FLORIDA 32549-1329

CORP/K&WDevelopers.Articles
MWM/bjg

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STATE OF FLORIDA
DEPARTMENT OF STATE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST:

K & W DEVELOPERS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 10 Racetrack Road NW, Fort Walton Beach, Okaloosa County, Florida 32547, has named Craig J. Kruse, located at 10 Racetrack Road NW, Fort Walton Beach, Okaloosa County, Florida 32547 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


CRAIG J. KRUSE

CORP\K&WDevelopers.RA
MWM/bjg