

S

P980000022620

4:57 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000004748 3))

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: KBI CORPORATION

AUDIT NUMBER.....H98000004748

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:18:38

FILED
98 MAR 11 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mu 3/11/98

498000004748

FILED

ARTICLES OF INCORPORATION

98 MAR 11 AM 7:53

OF

KBI CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is: KBI CORPORATION

ARTICLE II

CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of ONE (\$1.00) DOLLAR per share.

ARTICLE III

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By:

JOSEPH R. COLLETTI, ESQUIRE
3550 Biscayne Boulevard, Suite 610
Miami, Florida 33137
(305) 576-2600
FLORIDA BAR NO: 216194

498000004748

4498000004748

ARTICLE V

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this corporation is JOSEPH R. COLLETTI and the initial registered office, which is the same office as that of the Registered Agent, is 3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137. The management may from time to time move the registered office to any other address in Florida.

ARTICLE VI

INITIAL PRINCIPAL OFFICE MAILING ADDRESS

The initial principal office mailing address of this corporation is 2505 N.W. 38th Drive, Gainesville, FL 32605. The management may from time to time move the principal office and/or mailing address to any other address in Florida.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have a minimum of one director and a maximum of three directors, and the names and addresses of the initial Board of Directors, consisting of two members are:

PAUL N. KEOHANE
8745 S.W. 52nd Street
Cooper City, FL 33328

MARK J. KEOHANE
2505 N.W. 38th Drive
Gainesville, FL 32605

ARTICLE VIII

OFFICERS

The names and post office addresses of the officers of this corporation are:

PAUL N. KEOHANE,
President and Secretary

8745 S.W. 52nd Street
Cooper City, FL 33328

MARK J. KEOHANE,
Vice-President and Treasurer

2505 N.W. 38th Drive
Gainesville, FL 32605

JOSEPH R. COLLETTI

3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137 (305) 576-3688

4498000004748

498000004748

ARTICLE IX

INCORPORATOR

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

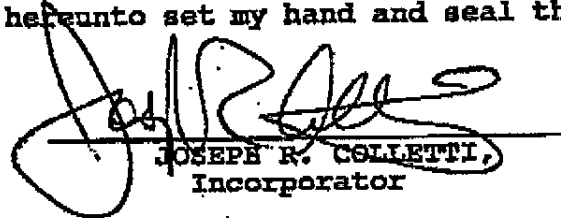
JOSEPH R. COLLETTI
3550 Biscayne Boulevard
Suite 610
Miami, Florida 33137.

ARTICLE X

ELECTION BY A SMALL BUSINESS CORPORATION

This corporation reserves the right to elect to qualify as a "small business corporation" under Subchapter S of the Internal Revenue Code for income tax purposes.

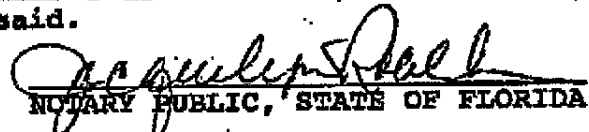
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of March, 1998.


JOSEPH R. COLLETTI,
Incorporator

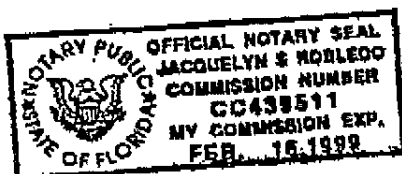
STATE OF FLORIDA)
SS.
COUNTY OF DADE)

I HEREBY CERTIFY that on this 6th day of March, 1998, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared JOSEPH R. COLLETTI to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, the year and day aforesaid.


NOTARY PUBLIC, STATE OF FLORIDA
Personally known XX

My commission expires:



-3-

JOSEPH R. COLLETTI

3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137 (305) 576-2608

498000004748

498000004748

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That KBI CORPORATION desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 2505 N.W. 38th Drive, Gainesville, Florida 32605 has named JOSEPH R. COLLETTI, of 3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137, as its agent to accept service of process within Florida.


JOSEPH R. COLLETTI,
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Registered Agent

DATED: 3/6/98

JOSEPH R. COLLETTI

3550 Biscayne Boulevard, Suite 610, Miami, Florida 33137 (305) 576-2580

FILED
98 MAR 11 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

498000004748