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April 22, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: KAYTON REAL ESTATE, INC.

To Whom it May Concern:


Enclosed please find an original and one (1) copy of the Articles of Incorporation regarding the above-referenced corporation. Please have same filed with the Florida Department of State and return said copy and certification to the undersigned at your earliest possible convenience.

Our check in the amount of \$122.50 is enclosed for the filing fee.

If you have any questions regarding this corporation, please contact the undersigned.

Thank you for your prompt attention to this matter.

Very truly yours

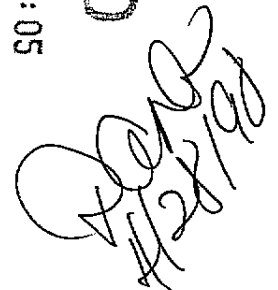


VAL R. PATARINI

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Enclosures

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FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF
KAYTON REAL ESTATE, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporators to these Articles of Incorporation, of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is **KAYTON REAL ESTATE, INC.**

ARTICLE II
NATURE OF BUSINESS

To take, buy, exchange, lease or otherwise acquire real property and any interest or right therein, and to hold, own, operate, control, maintain, manage and develop and to mortgage deed in trust, sell, convey, exchange options, subdivide or otherwise dispose of real and personal property of every class and description, and any estate or interest thereon, or may be necessary or convenient for the proper conduct of the officers of the corporation, without limitations as to amount or value, in any of the states, districts, or territories of the United States, and in any and all foreign countries, subject to the laws of any state, district, territories or countries.

To take, buy, exchange, lease or otherwise acquire real property and any interest or right therein, and to hold, own, operate, control, maintain, manage, and develop such

property and interests in any manner that may be necessary, useful or advantageous for the purpose of this corporation.

To carry on any business whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interest of this corporation, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things herein above set forth to the same extent and as full as natural persons, firms, associations, or corporations, and in any part of the world.

The foregoing statement of purposes shall be construed as statement of both purposes and powers, shall be liberally construed in aid of powers of this corporation, and the powers and purposes stated in each clause shall, except where otherwise stated, be in no wise limited or restricted by any term or provision of any other clause, and shall be regarded not only as independent purposes, but the purposes and powers stated shall be construed distributively as each object expressed, and the enumeration as to specific powers shall not be construed as to limit in any manner the aforesaid general powers, but are in furtherance of, and in addition to and not limitation of said general powers.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 6,000 shares of common stock, each share having a par value of \$1.00. Said authorized shares shall be voting shares.

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$6,000.00.

ARTICLE V
TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI
ADDRESS

The initial street address of the principal of this corporation is to be at 3805 Keene Road, Wauchula, Florida 33873. The Board of Directors from time to time designate such other address and place for the principal office of this corporation as it may deem fit.

ARTICLE VII
REGISTERED AGENT

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

That **KAYTON REAL ESTATE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office in the City of Wauchula, County of Hardee, has named **J. KAYTON NEDZA**, located at 3805 Keene Road, Wauchula, Florida 33873, as its agent to accept service of process within the State.

ARTICLE VIII
DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1).

ARTICLE IX
INITIAL DIRECTORS

The names and street addresses of the Initial Directors, who shall hold office until their successors are elected and have qualified, are as follows:

| <u>NAME</u> | <u>PHYSICAL AND MAILING ADDRESS</u> | |
|------------------------|---|---|
| J. KAYTON NEDZA | 3805 Keene Road Wauchula, FL 33873 | P.O. Box 2063 Wauchula, FL 33873 |

**SUSAN T. NEDZA 3805 Keene Road P.O. Box 2063
 Wauchula, FL 33873 Wauchula, FL 33873**

The Officers of the corporation, who shall hold office until their successors are elected by the Board of Directors, shall be:

| <u>NAME</u> | <u>PHYSICAL AND MAILING ADDRESS</u> | <u>TITLE</u> | |
|------------------------|---|---|--------------------|
| J. KAYTON NEDZA | 3805 Keene Road Wauchula, FL 33873 | P.O. Box 2063 Wauchula, FL 33873 | President |
| SUSAN T. NEDZA | 3805 Keene Road Wauchula, FL 33873 | P.O. Box 2063 Wauchula, FL 33873 | Secy/Treas. |

ARTICLE X
SUBSCRIBERS

| <u>NAME AND ADDRESS</u> | <u>SHARES</u> | <u>AMOUNT</u> |
|---|---------------|-------------------|
| J. KAYTON NEDZA 3805 Keene Road Wauchula, FL 33873 | 5,400 | \$5,400.00 |
| SUSAN T. NEDZA 3805 Keene Road Wauchula, FL 33873 | 600 | \$ 600.00 |

ARTICLE XI
EFFECTIVE DATE


These Articles of Incorporation shall be effective on the granting of the

Corporation by the State of Florida.


ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholder's meeting by a majority (51%) of the intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 22nd day of April, 1998.



J. KAYTON NEDZA,
Incorporator



SUSAN T. NEDZA,
Incorporator

**STATE OF FLORIDA
COUNTY OF HARDEE**

The foregoing instrument was acknowledged before me this the 22nd day of April, 1998, by **J. KAYTON NEDZA** and **SUSAN T. NEDZA**, Incorporators.

Val R. Patarini

VAL R. PATARINI
NOTARY PUBLIC
STATE OF FLORIDA



Val R. Patarini
MY COMMISSION # CC568150 EXPIRES
July 26, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for the above-styled corporation, at the 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.

J. Kayton Nedza

J. KAYTON NEDZA,
Registered Agent

FILED
98 APR 27 AM 11:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA