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May 1998

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-05/14/98-01046-006  
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Florida Dept. of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

Subj: Incorporation of SUNSTAR KIRBY, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$122.50 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned at Express Legal Services, Inc., 129 W. Hibiscus Blvd, Melbourne, FL 32901; (407) 729-6399

Thank you for your assistance in this matter.

Sincerely,

*Seth Rosenberg*

Seth Rosenberg

FILED  
98 MAY 14 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*5/14/98*

ARTICLES OF INCORPORATION

FILED

OF

98 MAY 14 PM 2:16

SUNSTAR KIRBY, INC.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation is SUNSTAR KIRBY, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1175 US Hwy 1, Vero Beach, Florida 32962, and the name of the initial registered agent of this corporation at that address is SETH ROSENBERG.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

SETH ROSENBERG	KATHLEEN ROSENBERG
4200 N Hwy A1A #210B	4200 N Hwy A1A #210B
Ft. Pierce, FL 32949	Ft. Pierce, FL 32949

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1175 US Hwy 1, Vero Beach, Florida 32962, and the mailing address of the corporation is 1175 US Hwy 1, Vero Beach, Florida 32962.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

SETH ROSENBERG  
4200 N. Hwy A1A Apt 210B  
Ft. Pierce, FL 32949

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 12<sup>th</sup> day of May, 1998.

Seth Rosenberg  
SETH ROSENBERG

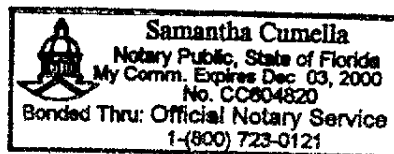
STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared SETH ROSENBERG to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 12<sup>th</sup> day of May, 1998.

Samantha Cumella  
Notary Public

FL D/L



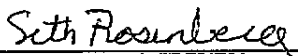
DESIGNATION  
AS  
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034,  
Florida Statutes, the following is submitted:

That SUNSTAR KIRBY, INC., desiring to organize under the  
laws of the State of Florida, with its principal office at  
1175 US Hwy 1, Vero Beach, Indian River County, Florida  
32962, has named SETH ROSENBERG, located at 1175 US Hwy 1, Vero  
Beach, Indian River County, Florida, as  
its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above named Corporation, at the place designated in this  
certificate, the undersigned agrees to act in this capacity,  
and agrees to comply with the provisions of Florida law  
relative to keeping the designated office open.

  
\_\_\_\_\_  
SETH ROSENBERG  
Registered Agent

**FILED**  
98 MAY 14 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA