

P98000048642
TRANSMITTAL LETTER

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL. 32314

SUBJECT: KENRO ENTERPRISES, INC.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF
INCORPORATION AND A CHECK FOR: \$78.75 FILING FEE & CERTIFICATE.

FROM: MICHELLE R. KENNEDY
1615 SOUTH WEST 23RD STREET
MIAMI, FLORIDA 33145-3952

400002539954--0
-05/28/98--01117--004
*****78.75 *****78.75

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 28 PM 2:18

BT
6/1

ARTICLES OF INCORPORATION

ARTICLE I -- NAME

THE NAME OF THIS CORPORATION IS:

KENRO ENTERPRISES, INC.

WITH THE PRINCIPAL PLACE OF BUSINESS LOCATED AT:

**1615 SOUTH WEST 23RD STREET
MIAMI, FLORIDA 33145-3952**

ARTICLE II -- PURPOSE

THIS CORPORATION SHALL HAVE THE PERPETUAL EXISTENCE AND MAY ENGAGE IN ANY AND ALL LAWFUL BUSINESS UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III -- CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 1,000 SHARES OF ONE DOLLAR (\$ 1.00) PAR VALUE COMMON STOCK.

ARTICLE IV -- PREEMPTIVE RIGHTS

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OR ANY NEW COMMON STOCK OF THIS CORPORATION, SHALL HAVE THE RIGHT TO PURCHASE THEIR 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 V -- INITIAL REGISTERED OFFICE

THE STREET ADDRESS OF THE REGISTERED OFFICE OF THIS CORPORATION IS:

**1615 SOUTH WEST 23RD STREET
MIAMI, FLORIDA 33145-3952**

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS:

MICHELLE R. KENNEDY

FILED
SECRETARY OF CORPORATIONS
98 MAY 28 PM 2:18

Articles of Incorporation of: **KENRO ENTERPRISES, INC.**

Prepared by: Guillermo Ubieta, Jr.
8045 North West 36th Street Suite No. 525
Miami, Florida 33166

ARTICLE VI – INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE 1 DIRECTOR (S) INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE INITIAL DIRECTOR (S) OF THIS CORPORATION IS/ ARE:

MICHELLE R. KENNEDY
PRESIDENT, SECRETARY & DIRECTOR

ARTICLE VII – INCORPORATOR

THE NAME AND ADDRESS OF THE PERSON SIGNING THIS ARTICLE IS:

MICHELLE R. KENNEDY
1615 SOUTH WEST 23RD STREET
MIAMI, FLORIDA 33145-3952

ARTICLE VIII – INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICES OR DIRECTORS TO THE FULL EXTENT PERMITTED BY LAW.

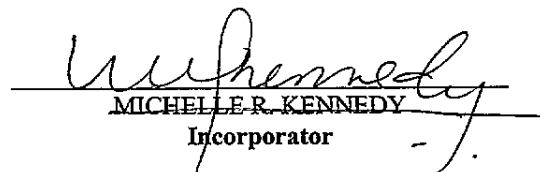
ARTICLE IX – MANAGEMENT OF CORPORATION SHAREHOLDERS

ALL CORPORATE POWERS SHALL BE EXERCISED BY OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THIS CORPORATION SHALL BE MANAGED UNDER THE DIRECTOR OF, SHAREHOLDERS OF THIS CORPORATION.

ARTICLE X – BY LAWS

THE POWER TO ADOPT, AFTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 22ND DAY OF MAY OF 1998.


MICHELLE R. KENNEDY
Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 28 PM 2:18

**CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

THAT **KENRO ENTERPRISES, INC.** DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF **DADE, STATE OF FLORIDA**, HAS APPOINTED **MICHELLE R. KENNEDY**, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF **KENRO ENTERPRISES, INC.** TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF **REGISTERED AGENT** FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 22ND DAY OF MAY, 1998.


MICHELLE R. KENNEDY
Registered Agent

Articles of Incorporation of: **KENRO ENTERPRISES, INC.**
Prepared by: Guillermo Ubieta, Jr.
8045 North West 36th Street Suite No. 525
Miami, Florida 33166

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED **MICHELLE R. KENNEDY**, FLORIDA, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID THIS **22ND DAY OF MAY, 1998.**


**NOTARY PUBLIC
STATE OF FLORIDA AT LARGE**

My commission expires:

OFFICIAL NOTARY SEAL
GUILLERMO M UBIETA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC548860
MY COMMISSION EXP. APR. 21, 2000

Articles of Incorporation of: **KENRO ENTERPRISES, INC.**
Prepared by: Guillermo Ubieta, Jr.
8045 North West 36th Street Suite No. 525
Miami, Florida 33166