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ROLAND D. WALLER
Board Certified Real Estate Lawyer
THOMAS W. MITCHELL, JR.

June 17, 1998

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee FL 32301

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-06/24/98--01051--025
****122.50 ****122.50

RE: ~~PYRAMID DEVELOPMENT CORPORATION~~ *Kellum + Associates*
FILE NO. 14503.01

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation, for the above referenced corporation. In addition, a check for \$122.50 is enclosed representing the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent Fee	\$35.00

Please file the original Articles of Incorporation and return a certified copy to the undersigned.

Sincerely yours,

[Signature]
Roland D. Waller

RDW/kks
Enclosures

Karen

Karen Roland Waller GAVE
AUTHORIZATION BY PHONE TO
change name Kellum and Associates, Inc.

6/26
BB

APPROVED
AND
FILED
98 JUN 24 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLES OF INCORPORATION

98 JUN 24 AM 9:24

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kellum and Associates, Inc.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

Kellum and Associates, Inc.

The address of the principal office of this corporation shall be 9901 San Sierra Way, Port Richey, Florida 34668, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 9901 San Sierra Way, Port Richey, Florida 34668, and the name of the initial registered agent of the corporation at that address is DWIGHT M. ROSE.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in this Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Dwight M. Rose
9901 San Sierra Way
Port Richey, FL 34668

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed

are:

President -	Lloyd Kellum 109 Lynn Drive Battle Creek, MI 49017
V. President	Dwight M. Rose 9901 San Sierra Way Port Richey, FL 34668
Secretary -	Roy Hannaman 105 87th Avenue N. St. Petersburg, FL 33702
Treasurer -	Tim Tripp 1290 W. Dickman Road Battle Creek, MI 49015

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

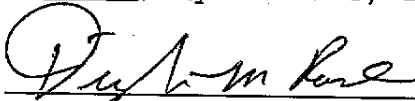
It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an

S corporation.

ARTICLE X. INCORPORATOR

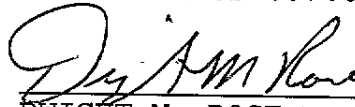
The name and street address of the incorporator to these
Articles of Incorporation: Dwight M. Rose
9901 San Sierra Way
Port Richey, FL 34668

IN WITNESS WHEREOF, the undersigned Incorporator has executed
these Articles of Incorporation this 22nd day of June, 1998.


DWIGHT M. ROSE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

DWIGHT M. ROSE, having been named as the registered agent for
the above corporation for the purpose of accepting service of
process at the registered office designated in the foregoing
Articles, I hereby accept such appointment and acknowledged that I
am familiar with and accept the obligations and responsibilities of
such office as provided for in Florida Statutes 607.0505.


DWIGHT M. ROSE

THIS INSTRUMENT PREPARED BY:
ROLAND D. WALLER, ESQ.
WALLER & MITCHELL
5332 Main Street
New Port Richey FL 34652
Telephone: 813/847-2288
FBN 139706

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