

P98000069715



ACCOUNT NO. : 072100000032

REFERENCE : 922424 8432A

AUTHORIZATION : Patricia Pigott

COST LIMIT : \$ 70.000

ORDER DATE : August 10, 1998

ORDER TIME : 3:13 PM

ORDER NO. : 922424-010

CUSTOMER NO: 8432A

900002612319--1

CUSTOMER: Robert White, Jr., Esq
SOBERING, WHITE & LUCZAK, P.A.

Suite 1000
201 South Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: K.C. FIVE CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 AM 10:32

RECEIVED
98 AUG 10 PM 4:17
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 AM 10:32

**ARTICLES OF INCORPORATION
OF
K. C. FIVE CORPORATION**

The undersigned hereby makes and subscribes these Articles of Incorporation intending to form a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is K. C. FIVE CORPORATION.

ARTICLE II - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by Chapter 607, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue one thousand (1,000) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV - DURATION

The corporation is to have perpetual existence, beginning in accordance with law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 137 Osprey Point Drive, Osprey, Florida, 34229, and the name of the initial registered agent is Walter K. Carlson.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is 137 Osprey Point Drive, Osprey, Florida, 34229.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have three 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 initial directors of this corporation shall be:

Walter K. Carlson
137 Osprey Point Drive
Osprey, FL 34229

Ellen C. Carlson
137 Osprey Point Drive
Osprey, FL 34229

Richard D. Carlson
1445 Balmy Beach Drive
Apopka, FL 32702

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INCORPORATOR

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

Walter K. Carlson
137 Osprey Point Drive
Osprey, FL 34229

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 10TH day of August, 1998.

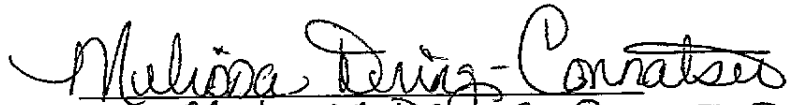
Incorporator



WALTER K. CARLSON

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 10TH day of August, 1998,
by WALTER K. CARLSON, who is personally known to me or who has produced FLDL
C642911342550 as identification and who did not take an oath.


Name: MELISSA DRING-CONNATSER
(Print)

NOTARY PUBLIC
State of Florida

My Commission Expires: 6/18/2002.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 AM 10:32

DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.0501, Florida Statutes, the following is submitted in compliance with said Act:

That K. C. FIVE CORPORATION, a corporation being organized to exist under the laws of the State of Florida with its registered office located at 137 Osprey Point Drive, Osprey, Florida, 34229, has named Walter K. Carlson, located at that address as its agent to accept service of process within the State.



WALTER K. CARLSON

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-entitled corporation at the registered office 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.



WALTER K. CARLSON