

P98000082414

DAVID G. HAYLOCK
1825 N.E. 149 Street
Miami, Florida 33181
(305) 945-6789
FAX (305) 945-0300

Secretary of State
Division of Corporations
New Filings
P.O. Box 6327
409 East Gaines Street
Tallahassee, Florida 32399

300002645033--5
-09/21/98-01119-008
****122.75 ****122.75

Re: KP Promotions, Inc.

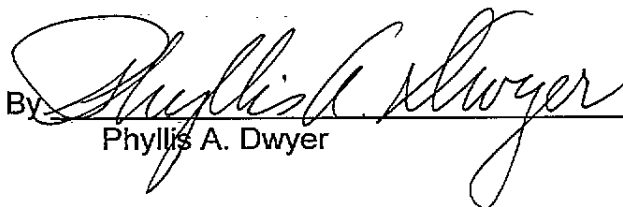
Dear Sir/Madam:

Enclosed please find Articles of Incorporation for KP Promotions, Inc. and a check in the amount of \$122.75 for the filing fee. Our fax number is (305) 945-0300 and it would be most appreciated if you could fax us a copy of the Charter as soon as it is issued. Please send a copy of the filed Articles of Incorporation to us at the above address.

Thank you for your cooperation and assistance. If you need any further information, please do not hesitate to contact us.

Sincerely,

KP Promotions, Inc..

By 
Phyllis A. Dwyer

Miami, Florida
September 17, 1998

Enclosures

FILED
98 SEP 21 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-9/23/98

ARTICLES OF INCORPORATION

OF

KP PROMOTIONS, INC.

The undersigned incorporator, a natural person over the age of eighteen (18) years, hereby makes, subscribes, acknowledges, executes and files these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

KP PROMOTIONS, INC.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

The purpose of this corporation is to conduct business and economic activities of all kinds both within and without the State of Florida. The purpose of this corporation also shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE IV

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is twenty-five thousand (25,000) shares of common capital stock at no par value.

ARTICLE V

The street address of the initial principal office of this corporation is 1825 NE 149 Street, Suite 101, Miami, Florida 33181 and the name and address of the corporation's initial registered agent is David G. Haylock, 1825 NE 149 Street, Suite 101, Miami, Florida 33181.

ARTICLE VI

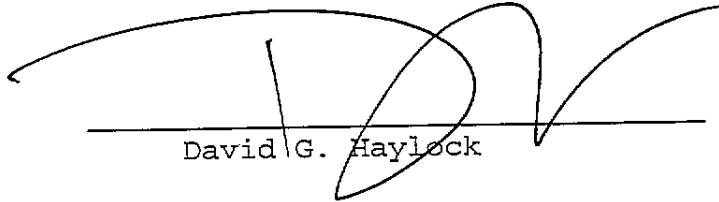
The shareholders of this corporation shall act in lieu of a Board of Directors, and all the powers, privileges, duties and responsibilities that otherwise would apply to the Directors of the company shall instead apply to, be exercised by, and be attached to the shareholders of the company. In voting on any matter, the shareholders shall be entitled to one vote for each share of stock owned, and in all matters a majority of the company's issued and outstanding stock shall constitute a quorum, and a majority of shares at any meeting where a quorum is present shall decide any question before the meeting.

ARTICLE VII

The name and address of the incorporator of this corporation
is:

David G. Haylock
1825 NE 149 Street
Miami, Florida 33181

IN WITNESS WHEREOF, the undersigned incorporator has executed
and acknowledged these Articles of Incorporation this 16th day of
September, 1998.



David G. Haylock

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared David G. Haylock, who, after being duly cautioned and sworn, under oath acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily and for the purpose therein expressed.

Signature: [Signature]
David G. Haylock

SWORN TO AND SUBSCRIBED BEFORE ME by David G. Haylock, who is known to me or who produced passport as identification this 16th day of September, 1998.

Signature: [Signature]
Name:

Title:
Commission Number:
Commission Expires:

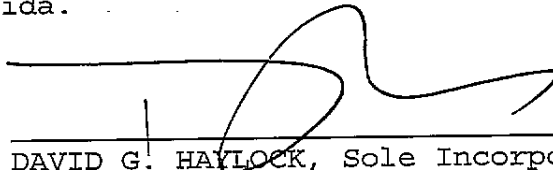


CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First, that KP PROMOTIONS, INC. desiring to organize or
qualify under the Laws of the State of Florida, with its principal
place of business at 1825 NE 149 Street, Miami, Florida 33181

has named DAVID G. HAYLOCK, as resident agent, located at 1825 NE
149 Street, Suite 101, Miami, Florida, as its agent to accept
service of process within Florida.

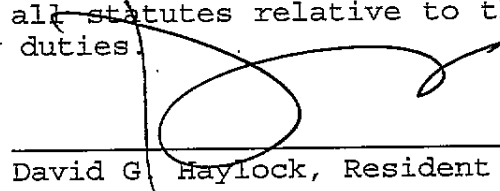


DAVID G. HAYLOCK, Sole Incorporator

President
Title

September 16, 1998
Date

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the proper
and complete performance of my duties.



David G. Haylock, Resident Agent

September 16, 1998

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98 SEP 21 AM 11:07
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TALLAHASSEE, FLORIDA