

GUS AUGUST

8951 N.E. 8 AVENUE, #117

Miami, Florida 33138

USA

Phone 305-751-4055

Fax 305-756-7204

October 30, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/06/98--01056--020

*****70.00 *****70.00

RE: Articles of Incorporation

Dear Secretary of State:

Enclosed for recording are original and one copy of the Articles of Incorporation for Kerd Management Company and a \$70.00 check for the filing fee. The stamped copy of the Articles should be mailed to: Kerd Management Company

c/o TRACI BAUM
1509 McFarlane Road
Colville, WA 99114-8501

If there are any problems kindly contact Traci Baum at 509-684-6326. Thank you.

Sincerely,


Gus August



encl.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION
OF
KERD MANAGEMENT COMPANY**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME.

The name of the Corporation shall be: Kerd Management Company

ARTICLE II. DURATION.

The Corporation shall have perpetual existence beginning with the date of this filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III. PURPOSE.

The Corporation is organized for the purpose of transacting any or all lawful business within or without the State of Florida, for which Corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended, and to have all powers conferred upon the Corporation by the Laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The Corporation is authorized to issue One Hundred (100) shares of common stock with a par value of One (\$1.00) per share.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The street address of the initial principal office of the Corporation is 8951 N.E. 8th Avenue, #117, Miami, Florida 33138, and the name of the initial Registered Agent of this Corporation is Gus August.

ARTICLE VI. INITIAL BOARD OF DIRECTORS.

The Corporation shall have Two (2) directors constituting the initial Board of Directors. The number of directors may be increased from time to time by the By-Laws, but shall never be less than two (2) nor more than Five (5). The name and address of the initial directors of the Corporation are:

GUS AUGUST 8951 N.E. 8th AVENUE, #117, MIAMI, FLORIDA 33138
TRACI BAUM 1509 McFARLANE ROAD, COLVILLE, WASHINGTON 99114

The persons named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VII. BY-LAWS.

The power to adopt, alter, amend, or repeal the By-laws shall be vested in the Board of Directors and in the Stockholders.

ARTICLE VIII. STOCK HOLDERS MEETING REQUIRED.

Any action of the Stockholders of the Corporation must be taken at a meeting of the Stockholders of the Corporation duly called as provided by law.

ARTICLE IX. INDEMNIFICATION.

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

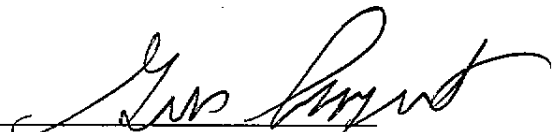
ARTICLE X. AMENDMENT.

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

ARTICLE XI. CORPORATE ACCOUNTS.


The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations the accounts and books of the Corporation, or any of them, shall be open to inspection of the Stockholders, and no Stockholder shall the right to inspect any account or document of the corporation except as permitted by the Statute, or Board of Directors, or by resolution of the Stockholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ~~11~~⁴ day of November 1998.

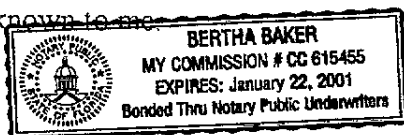

Gus August as Incorporator

STATE OF FLORIDA }
 } ss
COUNTY OF MIAMI-DADE }

The foregoing instrument was acknowledged before me this th 4 day of November, 1998, by Gus August as Incorporator of Kerd Management Company.


Notary Public, State of Florida

Personally known to me:

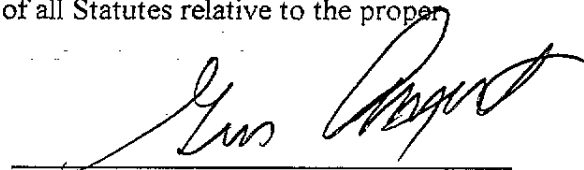


CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Chapter 48.091, Florida Statutes, the following is submitted in
compliance with said Act:

FIRST: that Kerd Management Company, is desirous of Incorporating under the Laws of
the State of Florida, with its principal place of business indicated in the Articles of
Incorporation in the City of Miami, County of Miami-Dade, State of Florida, as its Agent
to accept service of process within Florida.

ACKNOWLEDGMENT: Having been named to accept service of process for the above
named corporation, at the place designated in this Certificate, I hereby accept to act in this
capacity and agree to comply with the provisions of all Statutes relative to the proper
performance of my duties.



Gus August, as Registered Agent

Dated: November 4, 1998

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SECRETARY OF STATE
TALLAHASSEE FLORIDA