

P98000104923



ACCOUNT NO. : 072100000032

REFERENCE : 067575 7171682

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 70.00

ORDER DATE : December 16, 1998

ORDER TIME : 3:23 PM

ORDER NO. : 067575-005

CUSTOMER NO: 7171682

000002714330--4

CUSTOMER: Ms. Starlett Kline  
MS. STARLETT KLINE  
MS. STARLETT KLINE  
Suite 210  
1912-a Boulevard  
Colonial Height, VA 23834

DOMESTIC FILING

NAME: NICHOLS KLINE GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 17 PM 4:15

RECEIVED  
DEC 17 1998  
9:59

*g* 12/17/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 17 PM 4:15

ARTICLES OF INCORPORATION  
OF

NICHOLS KLINE GROUP, 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:

NICHOLS KLINE GROUP, INC.

The address of the principal office of this corporation shall be 3210 Holly Avenue, Colonial Heights, Virginia, 23834, 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 500,000,000 shares of common stock having \$0.0001 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial members of the Board of Directors are:

R. E. Nichols, Jr.  
Director

3210 Holly Avenue  
Colonial Heights, VA 23834

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

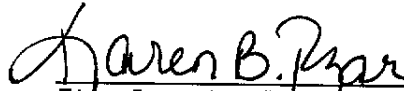
98 DEC 17 PM 4:15

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation  
1013 Centre Road  
Wilmington, Delaware 19805

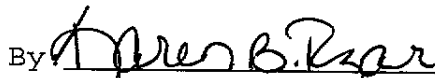
The undersigned incorporator has executed these Articles of Incorporation on December 16, 1998.



Its Agent, Karen B. Rozar  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By 

Its Agent, Karen B. Rozar

Authorized Service Representative  
Corporation Service Company