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KUENZEL & LUTES, P.A.  
ATTORNEYS AT LAW

• Diane V. Kuenzel, Esquire

Central Pasco Professional Center  
4111 Land O' Lakes Blvd.  
Suite 302-D  
Land O' Lakes, Florida 34639

• Pamela D. Lutes, Esquire

Telephone  
(813) 996-7710

Facsimile  
(813) 996-5944

December 23, 1998

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

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-12/28/98--01020--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: K & M Gilbert, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and the Original Acceptance of Registered Agent for the above referenced corporation. I also enclose a check in the amount of \$78.75 to cover the cost of incorporation. We do not require certified copies. If there are any questions, please contact my office. Thank you for your attention and cooperation in this matter.

Sincerely,

*Pamela D. Lutes*

Pamela D. Lutes, Esq.

PDL/smt  
Enclosures.  
(C:\CORP\Gilbert.LS1)

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ARTICLES OF INCORPORATION

FOR

K & M GILBERT, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be K & M GILBERT, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 16006 Piddling Pond, Tampa, Florida 33618.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500 shares, all of which shall be common shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: KEITH E. GILBERT, 16006 Piddling Pond, Tampa, Florida 33618.

ARTICLE V - BOARD OF DIRECTORS

The names and addresses of the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of

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the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

PRESIDENT:                   MARILYN J. GILBERT  
                                  16006 Piddling Pond  
                                  Tampa, Florida 33618

VICE PRESIDENT:           NONE

SECRETARY/  
TREASURER:               KEITH E. GILBERT  
                                  16006 Piddling Pond  
                                  Tampa, Florida 33618

**ARTICLE V. INCORPORATORS**

The names and street addresses of the incorporators to these Articles of Incorporation are:

MARILYN J. GILBERT  
16006 Piddling Pond  
Tampa, Florida 33618

KEITH E. GILBERT  
16006 Piddling Pond  
Tampa, Florida 33618

IN WITNESS WHEREOF, we, the undersigned organizers and incorporators, have hereunto set our hand and seal this 22<sup>nd</sup> day of December, 1998, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of Florida, this Certificate of Incorporation, and certify that the facts therein stated are true.

**KUENZEL & LUTES, P.A.**  
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WITNESSES AS TO ALL DIRECTORS:

Kathleen C. Jonasson  
WITNESS  
Print Kathleen C. Jonasson

Marilyn J. Gilbert  
MARILYN J. GILBERT,  
Director

Vivienne R. Hinson  
WITNESS  
Print VIVienne R HINSON

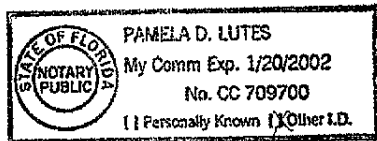
Keith E. Gilbert  
KEITH E. GILBERT,  
Director

STATE OF FLORIDA

COUNTY OF Pasco

BEFORE ME, the undersigned authority, personally appeared  
MARILYN J. GILBERT and KEITH E. GILBERT, to me personally  
known, or who produced FLDL G416-550-44-883-0 and  
FLDL G416-505-47-191-0, respectively, as  
identification, and who in my presence, hereunto subscribed  
their names and signatures to the foregoing Articles of  
Incorporation for K. & M GILBERT, INC.

DATED this 22<sup>nd</sup> day of December, 1998.



Pamela D. Lutes  
NOTARY PUBLIC  
Print: Pamela D. Lutes

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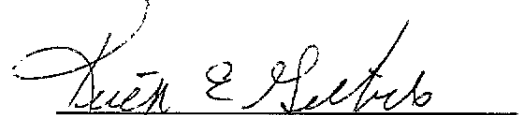
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for K & M GILBERT, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

12-22-98

Date

  
KEITH E. GILBERT

Prepared by:

DIANE V. KUENZEL, ESQUIRE  
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