

GERALD W. PLETAN  
ATTORNEY AT LAW

MM 25  
BARNETT BUILDING  
SUMMERLAND KEY, FL  
(305) 744-3399

999000046037

RECEIVED  
DIVISION OF CORPORATIONS  
MAY 17 1:13 PM '99

FASCIMILE:

May 13, 1999

305-744-0222

MAIL TO:

Secretary of State  
Division of Corporations  
POB 6327  
Tallahassee, FL 32314

POB 420008  
Summerland Key  
Florida 33042

Re: Kemp & Associates, Inc.

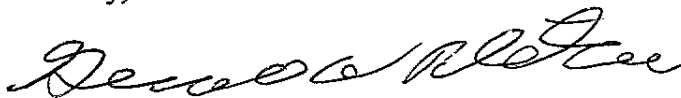
200002877852--8  
-05/18/99--01004--001  
\*\*\*\*\*75.00 \*\*\*\*\*75.00

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the corporation referenced above, along with two copies and a check in the amount of \$75.00. Please execute the Articles of Incorporation and return the appropriate copy to this office.

If you should have any questions concerning this matter, please do not hesitate to contact this office. Your cooperation is greatly appreciated.

Sincerely,



Gerald W. Pletan, Esquire  
mak

ARTICLES OF INCORPORATION  
OF  
KEMP & ASSOCIATES, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
93 MAY 17 PM 1:13

BY THESE ARTICLES OF INCORPORATION the Incorporator(s) form a  
corporation under Florida law.

ARTICLE I  
NAME AND ADDRESS

The name of this corporation is: KEMP & ASSOCIATES, INC. with its  
principal place of business at 22386 Lafitte Drive, Summerland Key, FL 33042.

ARTICLE II  
PURPOSE

The purpose for which this corporation is organized is to conduct any and all  
business for any and all purposes permitted under the laws of the United States of  
America and the State of Florida.

ARTICLE III  
CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to  
issue is 7500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV  
DURATION

This corporation shall exist perpetually.

## ARTICLE V

### OFFICERS

(a) The affairs of this corporation shall be managed by officers elected by the Board of Directors at its annual meeting. The officers serve until the next annual meeting of the Board of Directors unless removed earlier in accordance with the bylaws.

(b) The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

#### PRESIDENT

Dewayne Kemp  
22386 Lafitte Drive  
Summerland Key, FL 33042

#### SECRETARY

Jesse Burley  
22386 Lafitte Drive  
Summerland Key, FL 33042

## ARTICLE VI

### DIRECTORS

The corporation shall have one (1) directors. The number of directors shall be prescribed in the bylaws from time to time as adopted by the members. The names and addresses of the director(s) who shall serve until the first election, are as follows:

#### NAME

#### ADDRESS

Dewayne Kemp

22386 Lafitte Drive  
Summerland Key, FL 33042

Jesse Burley

22386 Lafitte Drive  
Summerland Key, FL 33042

Jim Rydzewski

136 Spanish Main  
Summerland Key, FL 33042

Larry Weeldreyer

2929 Patterson Avenue  
Key West, FL 33040

ARTICLE VII  
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is: GERALD W. PLETAN, 25000 Overseas Hwy., Summerland Key, FL 33042.

ARTICLE VIII  
BY LAWS

The bylaws of the corporation shall be adopted by the Board of Directors.

ARTICLE IX  
INITIAL REGISTERED OFFICE AND AGENT

The initial resident agent for this corporation shall be: GERALD W. PLETAN, 25000 Overseas Highway, Summerland Key, FL 33042.

ARTICLE X  
AMENDMENTS

An amendment to these articles may be proposed by the Board of Directors and shall be adopted by the Board of Directors by the affirmative vote of at least two thirds of the Directors present and voting at a meeting at which a quorum is present.

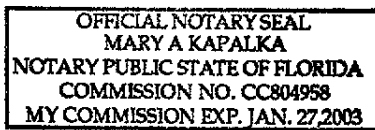
IN WITNESS WHEREOF, the undersigned being the Incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of May, 1999.

  
SUBSCRIBER/GERALD W. PLETAN

STATE OF FLORIDA

COUNTY OF MONROE

SWORN TO AND SUBSCRIBED before me this 6<sup>th</sup> day of May, 1999, by GERALD W. PLETAN an individual personally known to me, or who provided \_\_\_\_\_ as identification.



Mary A. Kapalka  
Notary Public  
Printed name \_\_\_\_\_  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

AFFIDAVIT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

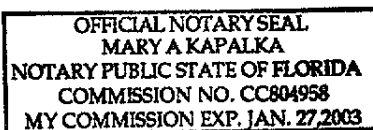
Gerald W. Pletan  
GERALD W. PLETAN

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 MAY 17 PM 4:13

STATE OF FLORIDA

COUNTY OF MONROE

SWORN TO AND SUBSCRIBED before me this 6<sup>th</sup> day of May, 1999, by GERALD W. PLETAN, an individual personally known to me, or who provided \_\_\_\_\_ as identification.



Mary A. Kapalka  
Notary Public  
Printed name \_\_\_\_\_  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_