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June 2, 1999

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

000002893980-192
06/03/99-01054-014
*****78.75 *****78.75

Re: KWD Group, Inc.

Gentlemen:

Please find enclosed herewith is the duly executed charter of the above named corporation for filing under the laws of the State of Florida.

I am also enclosing herewith my check in the amount of \$78.75 as payment of the following items:

Filing fee	\$35.00
Registered Agent Fee	\$35.00
Certified copy	\$ 8.75

When you have completed the filing of this charter, will you please furnish me with the certified copy of same.

Thanking you for your cooperation in this matter and with best regards, I am

Very truly yours,

Holly Eakin Moody
Holly Eakin Moody

HEM:cn
enclosures

FILED
99 JUN -3 PM 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B 2000 JUN 8 10001

ARTICLES OF INCORPORATION

OF

KWD GROUP, INC.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be KWD Group, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation shall be at:

371 S.E. 11th Street
Pompano Beach, FL 33060

ARTICLE III

DURATION

The corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

PURPOSE

This corporation is organized for the following purpose:

- a) The transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The authorized capital stock of this corporation shall be one hundred (100) shares of Common Stock at One (\$1.00) Dollar par value.

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TALLAHASSEE FLORIDA

ARTICLE VI

RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Since this corporation shall issue only one class of stock, to wit: Common Stock, there shall be no preferences or limitations in respect to the individual shareholders of such stock.

ARTICLE VII

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the official registered office of the corporation is 371 S.E. 11th Street, Pompano Beach, FL 33060, and the name of the initial Registered Agent of this corporation is SUE MACLEOD.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is:

SUE MACLEOD

371 S.E. 11th Street
Pompano Beach, FL 33060

ARTICLE IX

INCORPORATORS

The name and address of the person signing these Articles is:

SUE MACLEOD

371 S.E. 11th Street
Pompano Beach, FL 33060

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of May, 1999.

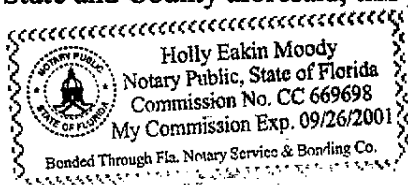

Sue MacLeod

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared SUE MACLEOD, who is personally known to me and personally known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 2nd day of May, 1999.



Holly Eakin Moody
Notary Public, State of Florida *Holly Eakin Moody*

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as the Registered Agent for the foregoing corporation with a registered office as set forth in the foregoing charter, the undersigned hereby agrees to act in that capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Sue MacLeod
Sue MacLeod
Registered Agent
Date: June 2, 1999

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TALLAHASSEE FLORIDA