

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : COHEN, CHASE, & HOFFMAN, P.A.
Account Number : 102450002676
Phone : (305) 670-0201
Fax Number : (305) 670-6152

FLORIDA PROFTT CORPORATION OR P.A.

Kingsgate Holdings, Inc.

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ARTICLES OF INCORPORATION
OF
KINGSGATE HOLDINGS, INC.

ARTICLE I - NAME

The name of this corporation is KINGSGATE HOLDINGS, INC.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on July 12, 1999; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

NUMBER OF SHARES
AUTHORIZED

500

PAR VALUE
PER SHARE

\$1.00

CLASS OF
STOCK

Common

This instrument prepared by:
Alan R. Chase, Esquire
Florida Bar No. 205478
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0201

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ARTICLE V - OFFICERS

The initial officers of the Corporation shall be:

President	Alan R. Chase
Secretary	Alan R. Chase
Treasurer	Alan R. Chase

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at 12555 Biscayne Boulevard, PMB 709, Miami, Florida 33181. The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENT

Alan R. Chase

STREET ADDRESS OF
REGISTERED OFFICE9400 S. Dadeland Blvd, Suite 600
Miami, Florida 33156ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This 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 initial director of this corporation is:

DIRECTOR

Alan R. Chase

ADDRESS9400 S. Dadeland Blvd, Suite 600
Miami, Florida 33156

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ARTICLE IX - INCORPORATOR

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

NAME

Alan R. Chase

ADDRESS

9400 S. Dadeland Blvd, Suite 600
Miami, Florida 33156

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TALLAHASSEE, FLORIDA

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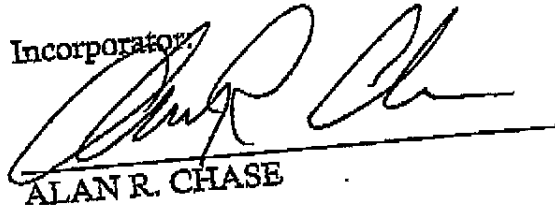
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ARTICLE X - INDEMNIFICATION

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of July, 1999.

Incorporator:


ALAN R. CHASE

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:


ALAN R. CHASE

PAUSERS\PARA\FILES\KINGSGATE\ARTICLES

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