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FILED



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 304941 5017100

AUTHORIZATION :

Patricia Piggitt

COST LIMIT : \$ 78.75

99 JUL 13 PM 3: 12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 13, 1999

ORDER TIME : 10:59 AM

ORDER NO. : 304941-005

400002930194--8

CUSTOMER NO: 5017100

CUSTOMER: Mr. Jackie Rhodes
LOPEZ & KELLY, P.A.
LOPEZ & KELLY, P.A.
Suite 500
4600 West Cypress Street
Tampa, FL 33607

DOMESTIC FILING

NAME: KIT MARKETING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

PH
7/13/99

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL 13 PM 12: 4

RECEIVED

**ARTICLES OF INCORPORATION
OF
KIT MARKETING, INC.**

FILED
99 JUL 13 PM 3: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article I
Name**

The name of this Corporation is KIT MARKETING, INC.

**Article II
Duration**

The Corporation shall have perpetual existence.

**Article III
Purpose and Principal Place of Business**

Purpose. This Corporation is organized for the purposes of transacting any or all lawful business.

Principal Place of Business. The initial street address of the principal place of business of the Corporation is 4600 West Cypress Street, Suite 500, Tampa, Florida 33607.

**Article IV
Capital Stock**

The amount of capital stock authorized shall consist of 7,500 shares of the common voting stock having a par value of \$1.00 per share, payable in lawful money of the United States of America or in property, at a just valuation to be fixed by the Board of Directors of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

Article V
Registered Office and Agent

Section 1. The undersigned incorporator of this Corporation, desiring to organize under the laws of the State of Florida, with its principal place of business located in the City of Tampa, State of Florida, has named AL R. LOPEZ, JR., ESQUIRE, as its agent to accept service of process within this State.

Section 2. 4600 West Cypress Street, Suite 500, Tampa, Florida 33607, is hereby designated by said incorporator as the Registered Office of the Corporation in the State of Florida, and AL R. LOPEZ, JR., ESQUIRE, is hereby named as the Registered Agent of the Corporation, whose business office is identical with the said Registered Office.

Article VI
Incorporators

The name and street address of the Incorporator is:

Al R. Lopez, Jr.
4600 West Cypress Street
Suite 500
Tampa, Florida 33607

Article VII
Board of Directors

Section 1. This Corporation initially shall have one director. The number of directors may be increased or diminished from time to time by action in accordance with the Bylaws of the Corporation.

Section 2. The name and street address of the first member of the Board of Directors who, unless otherwise provided by the Bylaws, shall hold office for the first year of existence of the Corporation or until his successor is elected and qualified is:

Al R. Lopez, Jr.
4600 West Cypress Street
Suite 500
Tampa, Florida 33607

All of the directors of the Corporation shall be at least eighteen (18) years of age.

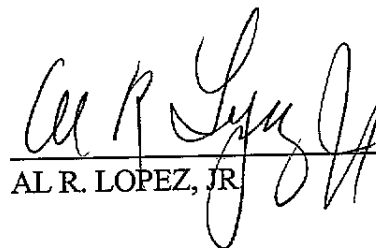
Article IX
Restriction on Transfer of Stock

Shares of the capital stock of this Corporation shall be issued initially to the following person and in the amount set opposite his name:

AL R. LOPEZ, JR.	100 shares.
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Shares held by the initial Shareholder listed above and all subsequent shareholders may not be resold or otherwise transferred (other than to a revocable trust created by a Shareholder) or encumbered without the consent of the other Shareholders and unless such shares are first offered to the remaining Shareholders or to this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified in, or as directed by, the Bylaws of this Corporation or by written agreement of this Corporation and its Shareholders.

IN WITNESS WHEREOF, the above-named Incorporator has subscribed his name this 12th day of July, 1999.



AL R. LOPEZ, JR.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by AL R. LOPEZ, JR., who is personally known to this 12th day of July, 1999.



Jacqueline E. Rhodes
MY COMMISSION # CC643551 EXPIRES
April 30, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

A handwritten signature in cursive script that reads "Jacqueline E. Rhodes".

Printed Name: _____

NOTARY PUBLIC

State of Florida at Large

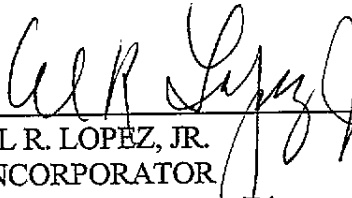
Commission No. _____

My Commission Expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

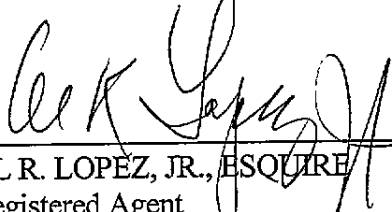
IN COMPLIANCE WITH SECTION 48.091 and SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT KIT MARKETING, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED AL
R. LOPEZ, JR., LOCATED AT 4600 WEST CYPRESS STREET, SUITE 500, TAMPA,
FLORIDA 33607, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.


AL R. LOPEZ, JR.
INCORPORATOR
TITLE: Incorporator/Director
DATE: July 12, 1999

FILED
99 JUL 13 PM 3:12
CLERK OF STATE
TALLAHASSEE, FLORIDA

AL R. LOPEZ, JR., HAVING BEEN NAMED TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN
THIS CERTIFICATE, AND BEING FAMILIAR WITH THE OBLIGATIONS OF
REGISTERED AGENT, I HEREBY AGREE TO ACT IN THIS CAPACITY AND ACCEPT
THE OBLIGATION OF THAT POSITION, AND I FURTHER AGREE TO COMPLY WITH
THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF ALL MATTERS.


AL R. LOPEZ, JR., ESQUIRE
Registered Agent
DATE: July 12, 1999