EDUARDO C. BARAGAÑO, P.A.

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EDUARDO C. BARAGAÑO ATTORNEY AT LAW P99000066146

July 14, 1999

SECRETARY OF STATE The Capitol, Plaza Level 2 Tallahassee, FL. 32399-0250

RE: KYA INC.

Dear Madam/Sir:

FILED

99 JUL 19 PM 6: 17

SECRETAR TO STATE
TALL ALLASSEE, FLORIDA

Enclosed are the Articles of Incorporation of **KYA INC.** Enclosed is Check No. 1592 for the amount of \$122.50 for the filing fee.

Thank you for your attention to this matter.

Cordially)yours,

Eduardo C. Baragano, Esq.

ECB/rb
Enclosures

700002934757--5 -07/19/99--01001--024 ****122.50 *****78.75

ARTICLES OF INCORPORATION OF KYA, INC.

NAME OF THE CORPORATION

The name of the Corporation shall be KYA, Inc.

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CORPORATE PURPOSE

This Corporation is incorporated for the purpose of engaging in any activity not prohibited by law, and achieving any purpose not prohibited by law.

PRINCIPAL OFFICE

The principal office of the corporation shall be:

2601 B West Davie Boulevard Fort Lauderdale, FL. 33312

The mailing address of the corporation shall be the principal office of the Corporation.

AUTHORIZED SHARES

The Corporation is authorized to issue 1,000 shares of common stock, all of the same class, having a par value of \$100.00 (One Hundred United States Dollars and no/100 cents).

PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

INITIAL REGISTERED AGENT AND ADDRESS

The initial registered office of the Corporation is:

2601B West Davie Boulevard Fort Lauderdale, FL. 33312

The name of the Initial Registered Agent of the Corporation is:

Eduardo C. Baragaño, Esq.

INCORPORATORS

The names and address of the incorporator of this Corporation:

Eduardo C. Baragaño 2601B West Davie Boulevard Fort Lauderdale, FL. 33312

INITIAL DIRECTORS

The business of the Corporation shall be managed by and its affairs regulated by its Board of Directors. The foregoing shall not be interpreted to restrict any right granted the shareholders of the company granted or authorized by law.

The initial director(s) of the Corporation is/are:

Fernando A. Marquez

The powers of the Board of Directors shall be regulated, defined and limited in the bylaws of the Corporation, which shall be enacted by either the Shareholders or the Board of Directors of the Corporation. The initial Bylaws of the Corporation shall be enacted by simple majority of the Board of Directors or Shareholders. Amendments to the Bylaws shall thereafter be enacted by simple majority of the terms and conditions set forth in the Bylaws.

COMMENCEMENT OF CORPORATE EXISTENCE

The existence of the Corporation shall commence on the date of the filing with the Florida Secretary of State.

PERSONAL LIABILITY

| The snareholders shall bear no personal had | mily for the debts of the Corporation. |
|--|--|
| Exact and Theorem | 7-14-99 Date |
| Incorporator | Date |
| corporation at the place designated in this cer agent and agree to act in this capacity. I furt | and to accept service of process for the above stated tificate, I hereby accept the appointment as registered her agree to comply with the provisions of all statutes note of my duties, and I am familiar with and accept the nt. |
| Signature/Registered Agent | Date |
| The undersigned has(have) executed these A | Articles of Incorporation this |

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607. 0501, Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the Corporation is: KYA, Inc.
- 2. The name and address of the registered agent and office is:

Eduardo C. Baragaño 2601B West Davie Boulevard Fort Lauderdale, FL. 33312

SIGNATURE:

Corporate officer)

DATE

7-14-99

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STARTED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

FILED

99 JUL 19 PM 6-17

SECRETARIAN OF STATE
SECRETARION