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THE UNITED STATES
CORPORATION
COMPANY

FILED

99 AUG 30 AM 9:33

ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 358877 9228A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 30, 1999

ORDER TIME : 3:52 PM

ORDER NO. : 358877-005

CUSTOMER NO: 9228A

CUSTOMER: Conrad Swanson, Esq
TRINKLE REDMAN SWANSON BYRD &
TRINKLE REDMAN SWANSON BYRD &
121 North Collins Street

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*****78.75 *****78.75

Plant City, FL 33566

DOMESTIC FILING

NAME: KELLNER ENTERPRISES, 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: Angie Glisar

PH 8/31/99
EXAMINER'S INITIALS:

10/1/99

OFFICE OF
TRINKLE, REDMAN, SWANSON, BYRD & COTON, P.A.

ATTORNEYS AT LAW
121 NORTH COLLINS STREET
P.O. BOX TT
PLANT CITY, FLORIDA 33564-9040

TELEPHONE (813) 752-6133
TELECOPIER (813) 754-8957

JOHN R. TRINKLE (1901-1969)

JOHNNIE B. BYRD, JR.
DANIEL M. COTON
JAMES L. REDMAN
CONRAD SWANSON
ROBERT S. TRINKLE

DEBORAH R. TRACY
JAMES C. DAVIS, II

August 26, 1999

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Gentlemen:

Re: Kellner Enterprises, Inc.

Enclosed please find proposed Articles of Incorporation of the above referenced corporation, which we request that you please file and forward to us a certified copy of same.

Also enclosed please find this firm's check in the amount of \$78.75 representing \$35.00 filing fee, \$35.00 registered agent form, and \$8.75 for certified copy of Articles of Incorporation.

Your cooperation is appreciated.

Sincerely yours,



Conrad Swanson

CS:cds
Enclosure

kelsec.ltr

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

KELLNER ENTERPRISES, INC.

ARTICLE I - NAME AND LOCATION

The name of this corporation is KELLNER ENTERPRISES, INC. The street address of the initial principal office of the corporation is 4403 Mohican Trail, Valrico, Florida 33594.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of Ten and No/100 (\$10.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4403 Mohican Trail, Valrico, Florida 33594, and the name of the initial registered agent of this corporation at that address is BRANDON S. KELLNER.

ARTICLE V - INCORPORATOR

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

Name:

Address:

EDWARD O. KELLNER, JR.

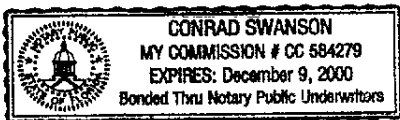
4403 Mohican Trail
Valrico, Florida 33594

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles
of Incorporation this 25th day of AUGUST, 1999.

Edward O. Kellner, Jr.
EDWARD O. KELLNER, JR.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25 day of August, 1999 by EDWARD O. KELLNER, JR., who is personally known to me, or who has produced Florida Driver's License Number _____ as identification.



Conrad Swanson
Notary Public,
State of Florida at Large
My Commission Expires: Dec 9 2000
CONRAD SWANSON
Printed Name of Notary Public

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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CLERK OF STATE
TALLAHASSEE, FLORIDA


Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned 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:

KELLNER ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

Brandon S. Kellner
4403 Mohican Trail
Valrico, Florida 33594

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.



Brandon S. Kellner

August 25, 1999