

LAW OFFICE OF
JO CLAIRE SPEAR, P.A.
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ST. PETERSBURG, FLORIDA 33702
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September 14, 1999

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-09/14/99-01058-013
*****78.75 *****78.75

VIA OVERNIGHT MAIL
TRACKING # J049 6481 27 9

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Filing Articles of Incorporation for--
KLJM Corp.

Dear Clerk:

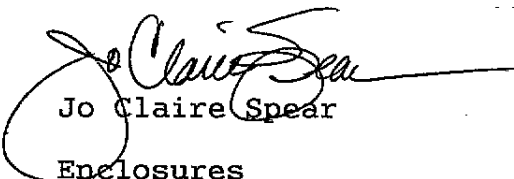
Enclosed is an original and one (1) copy of the executed Articles of Incorporation for **KLJM Corp.** Please endorse your approval of the Articles on the duplicate copy provided and return same to me in the enclosed postage-paid return envelope with a Certificate of Good Standing.

Article IV provides that the commencement date for the corporation is the date of filing.

A check in the amount \$78.75 is enclosed to cover the filing fee of \$35.00, and the Registered Agent fee of \$35.00, and the Certificate of Good Standing fee of \$8.75.

If you find any problems with the enclosed documents, or require additional information, please contact the undersigned by telephone rather than returning any documents. Thank you for your assistance.

Sincerely,


Jo Claire Spear

Enclosures

cc: Mr. Keith LeClerc
Carl Stapleton, CPA

FILED
99 SEP 14 AM 9:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

KLJM CORP.

FILED
99 SEP 14 AM 9:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the "Corporation", hereby agrees to the following:

ARTICLE I

CORPORATE NAME AND INITIAL PRINCIPAL OFFICE

The name of this Corporation is KLJM CORP. The initial principal office of the Corporation is 3696 Ulmerton Road, Clearwater, Florida 33762.

ARTICLE II

INITIAL MAILING ADDRESS

The initial mailing address of the Corporation is 3696 Ulmerton Road, Clearwater, Florida 33762.

ARTICLE III

NATURE OF BUSINESS/CORPORATE POWERS

This Corporation is being formed for the following purposes:

To conduct any and all business activities permitted by the laws of the State of Florida.

To generally have and exercise all powers, rights and privileges necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers herein named or for the enhancement of the value of any property of the Corporation or which at any time appear conducive thereto or expedient. Without limiting the foregoing, this Corporation specifically shall have all of the corporate powers enumerated in the Florida Business Corporation Act

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE V
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of common voting stock with a par value of \$0.01 per share.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Corporation is Keith LeClerc, and the street address of the initial registered office of the Corporation is 3696 Ulmerton Road, Clearwater, Florida 33762.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as "Directors". This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1) nor more than three (3). The names and addresses of the initial members of the Board of Directors of this Corporation is:

Keith LeClerc
3696 Ulmerton Road
Clearwater, Florida 33762

John McDonald
3696 Ulmerton Road
Clearwater, Florida 33762

ARTICLE VIII
INITIAL ROSTER OF OFFICERS

The following persons are hereby appointed to be officers of the Corporation, to assume the duties and responsibilities fixed by the Bylaws and to serve until their respective successors are chosen and qualify:

Name & Address:	Title:
Keith LeClerc 3696 Ulmerton Road Clearwater, Florida 33762	President, Treasurer
John McDonald 3696 Ulmerton Road Clearwater, Florida 33762	Vice President, Secretary

ARTICLE IX
AMENDMENTS TO ARTICLES OF
INCORPORATION AND BYLAWS

These Articles of Incorporation may be amended by the Board of Directors, without action of the shareholders, for matters specified by law that do not affect the substantive rights of the shareholders of the Corporation. If no shares have been issued, the power to amend these Articles of Incorporation may be exercised as provided by law by the Board of Directors.

Following the filing of these Articles of Incorporation, the Board of Directors, by appropriate action, shall adopt Bylaws for the Corporation. The power to adopt, alter, amend or repeal the Bylaws may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

ARTICLE X
INCORPORATORS

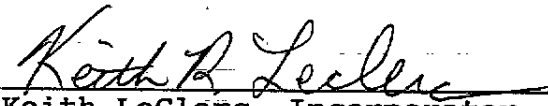
The names and addresses of the persons signing these Articles are:

Keith LeClerc
3696 Ulmerton Road
Clearwater, Florida 33762

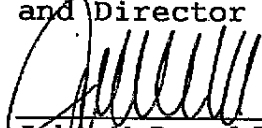
John McDonald
3696 Ulmerton Road
Clearwater, Florida 33762

IN WITNESS WHEREOF, for purposes of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation.

Dated: 9/8/99


Keith LeClerc, Incorporator
and Director

Dated: 9/8/99


John McDonald, Incorporator
and Director

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered agent/registered office in the State of Florida, and evidencing the registered agent's acceptance of that position.

Corporation: KLJM CORP.

Name and Address
of Registered Agent
and Registered Office: Keith LeClerc
3696 Ulmerton Road
Clearwater, Florida 33762

Keith R. LeClerc
Keith LeClerc, Incorporator
Date: 9/8/99

John McDonald
John McDonald, Incorporator
Date: 9/8/99

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated Corporation at 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.

Keith R. LeClerc
Keith LeClerc, REGISTERED AGENT
Date: 9/8/99

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FILED
99 SEP 14 AM 9:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA