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TRANSMITTAL LETTER

FILED

99 SEP 22 PM 3: 53

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-08/04/99--01047--017

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Kingdom Industries USA Inc.  
Kingdom Rent-A-Car, Inc.

Enclosed is an original and one(1) copy of articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Omar, D. Maharaj,  
Name (Printed or typed)

2116 NW 76<sup>th</sup> Way,  
Address

Margate, Florida 33306  
City, State & Zip

(954)485-7751  
Daytime Telephone number

Plt 5/22/55

# *Ebenezer Pan-African Development Organization, Inc.*

\* Corporate Address: The World Executive Building, 3500 North State Road 7, Suite # 440, Lauderdale Lakes, Florida 33319  
Telephone (954) 485-7751; Facsimile (954) 485-7292

September 17, 1999

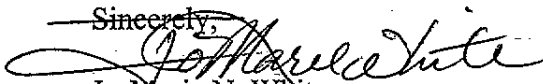
Ms. Pam Hall  
Department of State  
Division of Corporations  
Tallahassee, Florida 32314

Dear Ms. Hall,

Greetings. As per your discussion today with Mr. Omar Maharaj I am, herewith, sending you information to incorporate Kingdom Industries (USA) Inc. Please apply the (check) amount that was submitted for Kingdom Rent-A-Car, Inc to this new corporation.

Again, I would like to apologize for the confusion that this might have caused. Please contact me should you have any further questions. Also, please find an Airborne Express return envelope for your convenience.

Sincerely,



Jo-Marie N. White  
Registered Agent

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

### ARTICLE I NAME

The name of the corporation shall be:  
**Kingdom Industries (USA) Inc.**

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### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:  
**Principal place of business: 3500 N. State Road 7, Suite #440, Lauderdale Lakes, Florida 33319**  
**Mailing Address: P.O. Box 101083, Fort Lauderdale, FL 33310**

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TALLAHASSEE, FLORIDA

### ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are):

- 1) To operate as a Holding Company for and on behalf of EBENEZER Kingdom Trust Company Limited, a Jamaican Trust Corporation, and its affiliated organizations and companies;
- 2) To facilitate joint-venture relations with other enterprises globally; and
- 3) To effect major international trading with the objective of enhancing project capabilities for EBENEZER Kingdom Trust Company Limited, and its affiliated organizations and companies.

### ARTICLE IV INITIAL SHAREHOLDERS AND HOLDINGS

The names of the initial Shareholders of the corporation:

- 1) EBENEZER Development Ministries Inc. (Florida Corporation) 10%
- 2) Bailey Family Holdings Limited. (Jamaican Corporation) 10%
- 3) EBENEZER Pioneer Group Inc. (Florida Corporation) 10%
- 4) The Bailey Empire of Finance, Industry & Commerce Limited (Jamaican Corporation) 10%
- 5) EBENEZER Kingdom Trust Company Limited (Jamaican Corporation) 60%

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares.

### ARTICLE V MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is:

**The Directors are selected and appointed by the Board of Trustees of EBENEZER Kingdom Trust Company Limited, a Jamaican Trust Corporation, of which Kingdom Industries (USA) Inc. functions as a subsidiary company.**

### ARTICLE VI INITIAL DIRECTORS AND STREET ADDRESS

The names and addresses of the initial Directors of the corporation:

- 1) Dr. Kingsley E. Bailey, Chairman & CEO, 5780 NW 60<sup>th</sup> Avenue, Suite # 201, Tamarac, FL 33319
- 2) Ms. Jo-Marie White, Treasurer General, 5780 NW 60<sup>th</sup> Avenue, Suite # 201, Tamarac, FL 33319
- 3) Mr. Omar D. Maharaj, Accountant General & Secretary, 2116 NW 76<sup>th</sup> Way, Margate, FL 33063
- 4) Mr. Earl Bailey, Director, 3500 N. State Road 7, Suite #440, Lauderdale Lakes, Florida 33319
- 5) Mr. Wilfred Brown, Director, 1802 N University Drive, Suite # 200 Plantation, FL 33322
- 6) Mr. Dave Hylton, Director, 1209 Sussex Drive, North Lauderdale, FL 33068
- 7) Mr. Patrick Thompson, Director, 3500 N. State Road 7, Suite #440, Lauderdale Lakes, Florida 33319

### ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

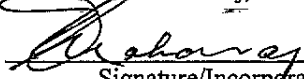
The name and Florida Street address of the initial registered agent is:

**Ms. Jo-Marie White, Treasurer General & Secretary, 5780 NW 60<sup>th</sup> Avenue, Suite # 201, Tamarac, FL 33319**

### ARTICLE VIII INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is:

**Mr. Omar D. Maharaj, 2116 NW 76<sup>th</sup> Way, Margate, FL 33063**

  
Signature/Incorporator

9-17-99  
Date

(An additional article must be added if an effective date is requested)

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.

  
Signature/Registered Agent

9-17-99  
Date