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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

KINLOCH ASSOCIATES, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 6, 1999

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ARTICLES OF INCORPORATION

of KINLOCH ASSOCIATES, INC.

a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: KINLOCH ASSOCIATES, INC.

Address of the Corporation: 1688 Meridian Avenue, Suite 801,
Miami Beach, FL 33139

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 7,500

PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:
1688 Meridian Avenue, Suite 801, Miami Beach, FL 33139

and the name of the initial registered agent at such address is Lewis Williams

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. Jeffrey Applebaum, 1688 Meridian Avenue, #801, Miami Beach, FL 33139

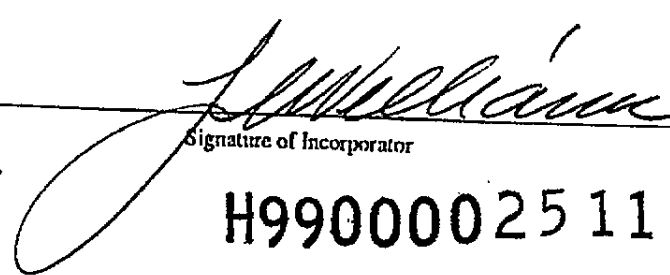
Article 7: Corporate Officers are: Jeffrey Applebaum -President, Secretary, Treasurer

Article 8: The Name and address of the incorporator is:

Lewis Williams, 1688 Meridian Avenue, #801,
Miami Beach, FL 33139

In witness whereof I have subscribed my name

Prepared by: John D. O'Donnell, Esq.
3121 Ponce de Leon Blvd., #108
Coral Gables, FL 33134
Fla. Bar No. 138480


Signature of Incorporator

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