

**Cynthia Taylor Dickerson**

971 NW 185th Terrace  
Pembroke Pines FL 33029

Work Phone (954) 424-7447

October 8, 1999

**P99000090664**

Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

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-10/11/99--01094--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Transmittal Letter

To whom it may concern:

Enclosed please find 2 original sets of my Articles of Incorporation along with the designation of registered agent. Please accept them and file them with the State of Florida. I have also enclosed a check for \$78.75 for the filing fee and certified copy of the articles.

If you have any questions or concerns, please do not hesitate to call me at the number above.

Please return the certified copy to the following address:

Cynthia Taylor Dickerson  
c/o All Florida Mortgage, Inc.  
3536 South University Drive  
Davie FL 33328

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99 OCT 11 PM 1:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Thank you so very much for your attention to this matter.

Sincerely,

*Cynthia Taylor Dickerson*

Cynthia Taylor Dickerson

10/14/99  
1.3

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**KBC Ventures, Inc.**

**ARTICLE 1**

Name: The name of the Corporation is KBC Ventures, Inc.

**ARTICLE 2**

Duration: The period of duration of this corporation is perpetual.

**ARTICLE 3**

Purpose and Powers: This corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

Specific Nature of Business: The Company is engaged in the business of Retail Sales.

**ARTICLE 4**

Capital Stock: The aggregate number of shares which this corporation shall have authority to issue is one thousand (3,000) shares of common stock, having a par value of one dollar (\$1.00) per share.

**ARTICLE 5**

Pre emptive Rights: Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which she/he already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE 6**

Initial registered office and agent: The street address of the initial registered office of this corporation is: 3536 South University Drive, Davie Florida 33328

The initial registered agent of the corporation is: Cynthia Taylor Dickerson

The above address is the official business address of the corporation.

**ARTICLE 7**

Data Respecting Directors:

***7.1 Initial Board of Directors***

The initial Board of Directors shall consist of Two (2) members, who need not be a resident of the State of Florida or stockholders of the corporation. The initial Board of Directors shall hold the organizational meeting of the Corporation.

***7.2 Names and Addresses***

The names and addresses of the members of the initial Board of Directors who shall serve until the first annual meeting of the stockholders, or until successors have been elected are as follows:

Kathleen Vavrick  
14430 Fairfax Place  
Davie FL 33325

Cynthia Taylor Dickerson  
971 NW 185th Terrace  
Pembroke Pines FL 33029

***7.3 Increase or Decrease of Directors***

The number of directors may be increased or decreased from time to time by amendment of the by laws but no decrease shall have the effect of shortening the term of the incumbent Directors.

**ARTICLE 8**

Incorporation: The name and address of the person signing these Articles of Incorporation is: Cynthia Taylor Dickerson, 971 NW 185th Terrace, Pembroke Pines FL 33029

**ARTICLE 9**

Cumulative Voting: At each election for Directors every stockholder is entitled to vote at such election and shall have the right to cumulate his/her votes by giving one candidate as many votes as the number of Directors to be elected at that time, multiplied by the number of shares or by distributing such votes on the same principle among any number of candidates.

**ARTICLE 10**

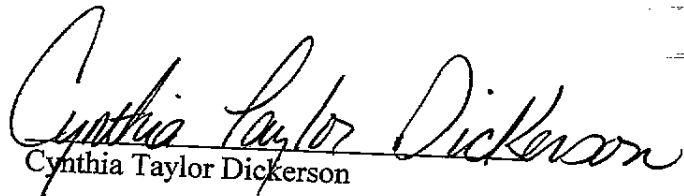
Action by Directors and Stockholders without a Meeting: The Directors and Stockholders of this Corporation may take action by written consent, as provided by law and the By Laws of this Corporation.

**ARTICLE 11**

Amendment: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

**END OF ARTICLES**

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 8th day of October, 1999.

  
Cynthia Taylor Dickerson

STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Cynthia Taylor Dickerson, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 8th day of October, 1999.

\_\_\_\_\_  
Beatrice Rodriguez, Notary Public

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

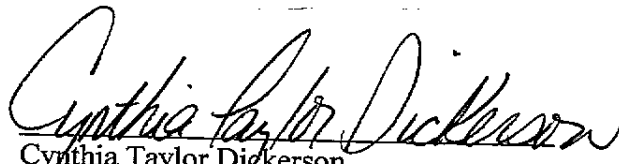
DESIGNATION OF REGISTERED AGENT  
FOR: KBC Ventures, Inc.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

KBC Ventures, Inc., desiring to organize under the Laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Davie, County of Broward, State of Florida has named Cynthia Taylor Dickerson of 971 NW 185th Terrace, Pembroke Pines FL 33029 as its registered agent for service and process within this State. The official business address of the Corporation is 3536 South University Drive, Davie FL 33328.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated and named Corporation, at the place designated in these articles, I hereby agree to act in this capacity, and agree to comply with the provisions set forth.

  
Cynthia Taylor Dickerson  
971 NW 185th Terrace  
Pembroke Pines FL 33029