

CHRISTOPHER P. KELLEY, P.A.

ATTORNEY AT LAW
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November 19, 1999

Secretary of State
ATT: Corporate Records
409 East Gaines Street
Tallahassee, Florida 32399

500003052935--3
-11/23/99--01044--006
*****87.50 *****87.50

RE: ARTICLES OF INCORPORATION
K STAR INVESTMENTS, INC.

Dear Madam or Sir:

Enclosed please find my check for **\$87.50** and an original and one(1) copy
of **Articles of Incorporation** of **K Star Investments, Inc.**

Please return a certified copy of the **Articles of Incorporation** and a
Certificate of Status for the said corporation to my office. Enclosed is a self-addressed
stamped envelope.

Thank you for your cooperation.

Very truly yours,



CHRISTOPHER P. KELLEY

CPK:rd
Enclosures

\$ 70.00 Arts and Reg Agent
8.75 w/cert copy
8.75 w/Cert of Status

FILED
99 NOV 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gk 11/30

**ARTICLES OF INCORPORATION
OF
K STAR INVESTMENTS, INC.**

**ARTICLE I
CORPORATE NAME**

The name of this corporation shall be:

K STAR INVESTMENTS, INC.

**ARTICLE II
DURATION**

This corporation shall commence its existence effective **January 1, 2000**, and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE III
PURPOSE**

This corporation, through its officers and employees shall be authorized to engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue a maximum of 7,500.00 shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) Dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

This corporation's initial Registered Agent and Registered office in the State of Florida shall be:

REGISTERED AGENT

CHRISTOPHER P. KELLEY

ADDRESS OF INITIAL REGISTERED OFFICE

**11098 Biscayne Boulevard, Suite 205
Miami, Florida 33161**

FILED
99 NOV 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the stockholders. However, the corporation shall have no less than one (1) Director at any time. The corporation shall have one Director initially.

ARTICLE VII
INITIAL DIRECTORS

The name and post office address of the first Director(s) of the Corporation are:

NAME

ADDRESS

Warren Kaplan

6187 N.W. 167 Street, H-7
Miami, FL 33015

The first Director(s) shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII
INCORPORATION

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

INCORPORATOR

ADDRESS

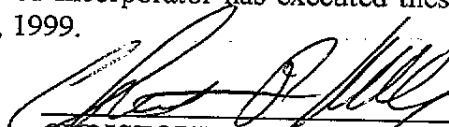
CHRISTOPHER P. KELLEY

11098 Biscayne Boulevard, Suite 205
Miami, Florida 33161

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18 day of November, 1999.


CHRISTOPHER P. KELLEY

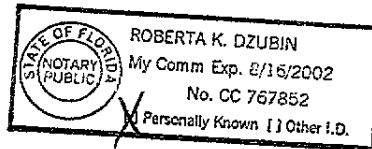
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **CHRISTOPHER P. KELLEY**, who is personally known to me to be the person described as the Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, said County and State, this 18th day of November, 1999.

Roberta K. Dzubin
NOTARY PUBLIC, State of FLORIDA at Large

My commission expires:



**CERTIFICATE DESIGNATING REGISTERED AGENT AND
ACCEPTANCE OF REGISTERED AGENT OF DESIGNATION**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That **K STAR INVESTMENTS, INC.**, is qualified to do business under the laws of the State of Florida with its principal office at 6187 N.W. 167 Street, H-7, Miami, Miami-Dade County, Florida 33015, has appointed:

CHRISTOPHER P. KELLEY
11098 Biscayne Boulevard, Suite 205
Miami, Florida 33161

as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Christopher P. Kelley
CHRISTOPHER P. KELLEY
Registered Agent

FILED
99 NOV 23 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA