

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Kerman Corporation

96 FEB -8 ALL P. 53

SEC. OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/>	Capital Express		
<input checked="" type="checkbox"/>	Art. of Inc. File		
<input type="checkbox"/>	Corp. Record Search		
<input type="checkbox"/>	Ltd. Partnership File		
<input checked="" type="checkbox"/>	Foreign Corp. File		
<input type="checkbox"/>	() Cert. Copy(s)		
<input type="checkbox"/>	Art. of Amend. File		
<input type="checkbox"/>	Dissolution/Withdrawal		
<input type="checkbox"/>	C U S.		
<input type="checkbox"/>	Fictitious Name File		
<input type="checkbox"/>	Name Reservation		
<input type="checkbox"/>	Annual Report/Reinstatement		
<input type="checkbox"/>	Reg. Agent Service		
<input type="checkbox"/>	Document Filing		
<input type="checkbox"/>	Corporate KIL		
<input type="checkbox"/>	Vehicle Search		
<input type="checkbox"/>	Driving Record		
<input type="checkbox"/>	Document Retrieval		
<input type="checkbox"/>	UCC 1 or 3 File		
<input type="checkbox"/>	UCC 11 Search		
<input type="checkbox"/>	UCC 11 Retrieval		
<input type="checkbox"/>	File No.'s, Copies		
<input type="checkbox"/>	Courier Service		
<input type="checkbox"/>	Shipping/Handling		
<input type="checkbox"/>	Phone ()		
<input type="checkbox"/>	Top Priority		
<input type="checkbox"/>	Express Mail Prep.		
<input type="checkbox"/>	FAX () pgs.		

300001710663

-02/08/96--01041--021

***122.50 ***122.50

SUBTOTALS _____

FF	96 FEB -8 PM 1:48
DISBURSED	RECEIVED
SURCHARGE	
TAX on corporate supplies	
SUBTOTAL	
PREPAID	
BALANCE DUE	

REQUEST TAKEN CONFIRMED APPROVED

DATE 2/8/96

TIME 1:00P

BY DD CK No. _____

WALK-IN
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 8, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: KERNAN CORPORATION
Ref. Number: W96000002966

*Give this
file date
should be KERNAN*

We have received your document for KERNAN CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 496A00005642

*corrected
Thank-you, Pam*

**ARTICLES OF INCORPORATION
OF**

KERMAN CORPORATION

ARTICLE I. CORPORATE NAME.

The name of this corporation is: Kerman Corporation,
whose principal address shall be 417 W Sugarland Highway,
ARTICLE II. NATURE OF BUSINESS AND POWERS Clewiston, FL 33440.

The general nature of the business to be transacted by this corporation is to
engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to
issue and have outstanding at any one time is 1002 shares of common stock, having a par
value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of
these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent of this corporation in the State of Florida shall be Capital
Connection, Inc. The street address of the office of this
corporation is 417 E Virginia St., Ste 1, Tallahassee, FL 32301

The Board of Directors from time to time may move the registered office to any
other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This corporation shall have three (3) directors initially. The number of directors
may be increased or diminished from time to time by By-Laws adopted by the stockholders, but
shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS.

The names of the initial directors of this corporation and their street addresses is:

Antonio R. Perez

417 W. Sugarland Hwy.
Clewiston, FL 33440

Jaime Londono

4811 SW 164th Terrace
Ft. Lauderdale, FL 33331

FILED

96 FEB -8 AM 8:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Esperanza Londono

4811 SW 104th Terrace
Ft. Lauderdale, FL 33331

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successor(s) are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and the street address of the person signing these Articles Of Incorporation as the Incorporator is :

Melanie A. McGahee

333 S. Commercial, Suite B
Clewiston, Florida 33440

ARTICLE IX. AMENDMENT.

These Articles Of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of this Articles Of Incorporation be made.

ARTICLE X. SHAREHOLDERS / PREEMPTIVE RIGHTS.

There shall be three initial stockholders, those being: Antonio R. Perez, Jaime Londono, and Esperanza Londono. Each stockholder shall initially possess One-Third (1/3) of the outstanding shares of the corporation. All shareholders shall be entitled to preemptive rights.

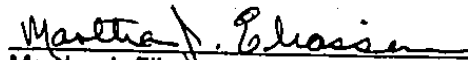
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February 7, 1996.


Melanie A. McGahee

STATE OF FLORIDA
COUNTY OF HENDRY

BEFORE ME, a Notary Public, personally appeared MELANIE A. MCGAHEE, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on February 7, 1996.

My commission expires: Dec 25, 1999


Martha J. Eliassen
Notary Public
MARTHA J. ELIASSEN
COMMISSION # CC 520366
EXPIRES DEC 25, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.



FILED

96 FEB -8 AM 0:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

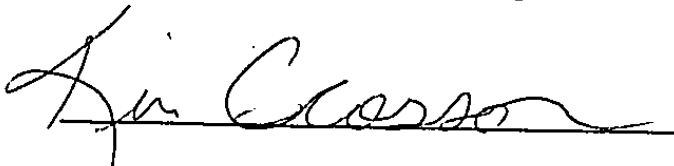
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is **KERMAN CORPORATION**

2. The name and address of the registered agent and office is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

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.

"Capital Connection, Inc. by Kim Crosson, Client Representative"



P96000012470

Melanie A. McGahee
Attorney at Law
333 South Commercial Street, Suite B
Gainesville, Florida 33440

Fax (941) 988-1878

Telephone (941) 988-1877

FILED
96 APR 15 AM 11:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

April 9, 1996

State of Florida
Department of State
Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

300001781963
-04/16/96--01055--013
*****35.00 *****35.00

Re: Articles of Amendment
Kerman Corporation

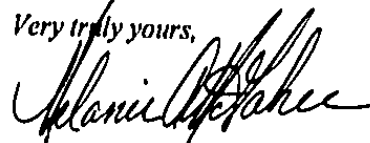
Dear Sir:

In regard to the above captioned matter, enclosed for filing with your office please find an original and one copy of Articles of Amendment to Articles of Incorporation of Kerman Corporation.

We have also enclosed a check in the amount of \$35.00 representing filing fees, together with a self addressed, stamped envelope for your convenience in returning a filed copy to our office.

We appreciate your prompt attention to this matter.

Very truly yours,


Melanie A. McGahee

MAM:me
Enclosures

Melanie's Sec't GAVE

AUTHORIZATION BY PHONE TO
Delete "Initial"
CORRECT
DATE 4/17
DOC. EXAM. 23

Amend

VS APR 18 1996

FILED
96 APR 15 AM 11:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST: Amendments adopted::

Antonio R. Perez

Jaine Londono

SECOND: The date of each Amendment's adoption: February 14, 1996;

THIRD: Adoption of Amendment:

SIGNED, this 9th day of February, 1996.



Title: Incorporator