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To: Division of Corporations  
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

keyboat, inc.

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
KEYSBOAT, INC.**

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

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**ARTICLE I  
NAME**

The name of the corporation shall be Keysboat, Inc.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 84801 Overseas Highway, Islamorada, FL 33036.

**ARTICLE III  
SHARES**

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at a par value of \$.01 per share.

**ARTICLE IV  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is Stoll & Associates, Att: Christopher J. Gertz, Esq., 3696 North Federal Highway, Suite 300, Ft. Lauderdale, FL 33308.

**ARTICLE V  
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is Christopher J. Gertz, 3696 North Federal Highway, Suite 300, Ft. Lauderdale, FL 33308.

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PREPARED BY:  
Stoll & Associates  
3696 North Federal Highway, Suite 300  
Fort Lauderdale, FL 33308  
(954) 745-3550

**ARTICLE VI  
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE VII  
DIRECTORS**

This corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the bylaws of this corporation, but shall never be less than one. The name and street address of the initial director of this corporation is as follows:

Joel Jenison, 84801 Overseas Highway, Islamorada, FL 33036.

**ARTICLE VIII  
AFFILIATED TRANSACTIONS ELECTION**

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE IX  
CONTROL SHARE ACQUISITION ELECTION**

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

The undersigned incorporator has executed these Articles of Incorporation this 14<sup>th</sup> day of May, 2001.



\_\_\_\_\_  
Christopher J. Gertz

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the corporation is:

**Keysboat, Inc.**

2. The name and address of the registered agent and office is:

**Stoll & Associates  
Attn: Christopher J. Gertz, Esq.  
3696 North Federal Highway  
Suite 300  
Ft. Lauderdale, FL 33308.**

*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.*

  
\_\_\_\_\_  
Christopher J. Gertz

May 14, 2001

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