

To: FL Dept. of State  
Subject: 001495.114850

Division of Corporations

F94000006503

From: Katie Womack

Monday, November 23, 2009 2:45 PM Page: 1 of 3

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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6380

001495.114850

From: Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
HOLDING CAPITAL GROUP, INC. (CT)**

Certificate of Status	0
Certified Copy	1
Page Count	03
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EXAMINER

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**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
(1-3 MUST BE COMPLETED)

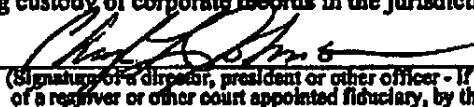
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(Document number of corporation (if known))

1. Holding Capital Group, Inc. (CT)  
(Name of corporation as it appears on the records of the Department of State)
2. Connecticut 3. December 20, 1994  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? November 16, 2009
5. Key Biscayne Investments, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- Key Biscayne Investments, Inc. (CT)  
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
6. If the amendment changes the period of duration, indicate new period of duration.
- (not applicable)  
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- (not applicable)  
(New jurisdiction)
8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Cheryl L. Johnson  
(Typed or printed name of person signing)

Assistant Secretary  
(Title of person signing)

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Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State, and keeper of the seal thereof,  
DO HEREBY CERTIFY, that the certificate of incorporation of

**KEY BISCAYNE INVESTMENTS, INC.**

a domestic STOCK corporation, was filed in this office on June 21, 1993.

A certificate of amendment for HOLDING CAPITAL GROUP, INC., changing its name to KEY BISCAYNE INVESTMENTS, INC., was filed on November 16, 2009.

A certificate of dissolution has not been filed, the corporation has filed all annual reports, and so far as indicated by the records of this office such corporation is in existence.



Secretary of the State

Date Issued: November 23, 2009