

FROM : _____

FAX NO. : _____

Jul. 19 2002 09:41AM P2

Division of Corporations

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L02000018318

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000168763 9)))

EFFECTIVE DATE

07-18-02

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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : B & M INTERNATIONAL GROUP, CORP.

Account Number : I20010000238

Phone : (305) 443-0600

Fax Number : (305) 443-0605

LIMITED LIABILITY COMPANY

KeyPro Investments, LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$130

*OK Fax
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7/19/02

J. BRYAN JUL 19 2002

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FROM : DEPARTMENT of State 7/19/2002 9:18 PAGE 1/1 RightFAX

FAX NO. :

Jul. 19 2002 09:40AM P1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
2002 JUL 19 PM 3:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

July 19, 2002

B & M INTERNATIONAL GROUP, CORP.

SUBJECT: KEYPRO INVESTMENTS, LLC
REF: W02000020860

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

If you have any further questions concerning your document, please call (850) 245-6043.

Joey Bryan
Document Specialist
Tax Liens

FAX And. #: H02000168763
Letter Number: 302A00044301

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DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

FROM : _____

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Jul. 19 2002 09:41AM P3

H02000168763 9
ARTICLES OF INCORPORATION

OF

KeyPro Investments, LLC

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2002 JUL 19 PM 3:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

THE UNDERSIGNED for the purpose of forming a Florida Limited Liability Company, by and under the provisions of chapter 608, F.S. for formation, liability, rights, privileges and immunities of a limited liability company, hereby adopt the following Articles of Organization:

ARTICLE I NAME

EFFECTIVE DATE

07-18-02

The name of the limited liability company is:

KeyPro Investments, LLC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address is:

4160 SW 140 AV.
MIAMI, FL 33175

ARTICLE III PURPOSE

This limited liability company may engage or transact in any and all lawful activity of business permitted under the laws of the United States of America and of the State of Florida.

B & M INT'L GROUP, CORP.
3081 Virginia St
Miami, FL 33133
305-4430600

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FROM : _____

FAX NO. : _____

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402000168763 9
ARTICLE IV INITIAL OFFICER(S)

The name(s), and title(s):

MARGARITA H. QUEVEDO
FELIX P. QUEVEDO

PRESIDENT
VICEPRESIDENT

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE V MEMBER(S)

The name(s) of the first members of this limited liability company and their are as follows:

NAME	MEMBER INTEREST
MARGARITA H. QUEVEDO	50%
FELIX P. QUEVEDO	50%


ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

FELIX P. QUEVEDO
4160 SW 140 AV.
MIAMI, FL.33175

ARTICLE VII COMPANY EXISTENCE

The company's existence shall begin effective as of July 18,2002
The undersigned authorized representative of a member executed these
Articles of Incorporation on July 18, 2002



FELIX P. QUEVEDO

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FROM : _____

FAX NO. : _____

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CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

LIMITED LIABILITY COMPANY: KeyPro Investments, LLC

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

FELIX P. QUEVEDO
4160 SW 140 AV.
MIAMI, FL.33175

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.



REGISTERED AGENT SIGNATURE

July 18, 2002

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TALLAHASSEE, FLORIDA