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Secretary of State
Division of Corporations
P.O. Box 6327
409 E Gaines Street,
Tallahassee, FL 32314

FILED
00 JAN 12 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-01/12/00-01041-009
122.50 **78.75

Subject: Golden Key Realty, Inc.

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation and Certification of Designation Registered Agent/Registered Office for Golden Key Realty, Inc.
Also enclosed is a check in the amount of \$122.50 for costs to incorporate.
Please process documents accordingly.

Sincerely,

D. Mc
for MA Aitcheson & Assoc.
no address

ARTICLES OF INCORPORATION

for

Golden Key Realty Inc.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be, Golden Key Realty
initial address shall be
2591 NW 38 Terrace, Lauderdale Lakes, Florida 33311.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

| Number of Shares | Per Value | Class of Stock |
|------------------|-----------------|----------------|
| Authorized | Per Share Stock | |
| 100 | \$1 | Common |

Initially there will only be three shareholders

Rudolph G. Dyer
2591 NW 38 Terrace,
Lauderdale Lakes, FL 33311.

Elizabeth Thompson
2591 NW 38 Terrace,
Lauderdale Lakes, FL 33311.

Patricia Orange
2591 NW 38 Terrace,
Lauderdale Lakes, FL 33311.

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The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

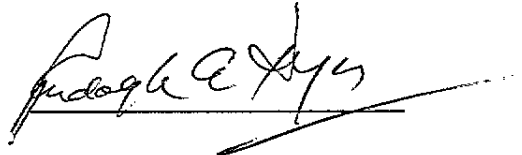
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

A handwritten signature in dark ink, appearing to read "Fudogk E. Hys", is written over a horizontal line.

STATE OF FLORIDA)
) SS:
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Rudolph G. Dyer to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and county aforesaid this day
of



Notary Public,
State of Florida at Large

My commission expires:



Michael A. Aitcheson
Commission # 00 853792
Expires July 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

Golden Key Realty, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
registered office as 2591 NW 38 Terrace, Lauderdale Lakes indicated in the Articles
Rudolph G. Dyer its registered agent to accept service of process within this state .

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to comply
with the provisions of Florida Law in keeping open said office.

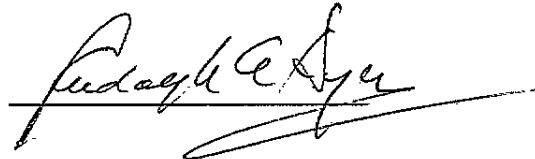
A handwritten signature in black ink, appearing to read "Rudolph G. Dyer", is written over a horizontal line. The signature is stylized and cursive.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In compliance with the laws of Florida, the following is submitted:

First, that , Golden Key Realty Inc desiring to organize under the laws of the state of Florida, has named Richard G. Dyer its statutory Registered Agent.

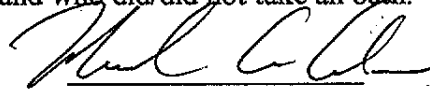
Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.



Registered Agent

DATED: This 29 day of December 1999.

The foregoing instrument was acknowledged before me this 29th day of December, 1999 by RUDOLPH G. DYER who is personally known to me or who has produced FLORID D/C as identification and who did/did not take an oath.



NOTARY PUBLIC

My commission expires:



Michael A. Alteson
Commission # 00 853792
Expires July 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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