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To:**Division of Corporations****Fax Number : (850) 922-4001****From:****Account Name : EMPIRE CORPORATE KIT COMPANY****Account Number : 072450003255****Phone : (305) 541-3694****Fax Number : (305) 541-3770****FLORIDA PROFIT CORPORATION OR P.A.****truman gardens of key west, inc.**

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H000 0002659 8**ARTICLES OF INCORPORATION OF
TRUMAN GARDENS OF KEY WEST, INC.**

The undersigned subscriber to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

Article I

The name of this corporation is: Truman Gardens of Key West, Inc. The corporate mailing address is: 912 Truman Avenue, Key West, Florida 33040.

Article II

The general nature of the business to be transacted by this corporation is to purchase, improve, and sell real estate or any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

Article III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is two hundred (200) shares at no par value.

Article IV

The corporation shall have perpetual existence.

Article V

The street address of the initial registered office of this corporation is: 9600 West Sample Road, Suite 501, Coral Springs, Florida 33065 and the name of the initial registered agent of this

Prepared by:
Jeffrey Begens, Esq.
9600 West Sample Road, Suite 501
Coral Springs, Florida 33065
Tel: 954-236-4449
Fax: 954-236-4450

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corporation at that address is Jeffrey Begens, Esq.

Article VI

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but there shall never be less than one director. The name and the address of the initial director of this corporation is: Laura Markus, 912 Truman Avenue, Key West, Florida 33040.

Article VII

The name and address of the person signing these Articles is: Laura Markus, 912 Truman Avenue, Key West, Florida 33040.

Article VIII

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

Article IX

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of May 2000.

BY:

Laura Markus
Laura Markus, as director

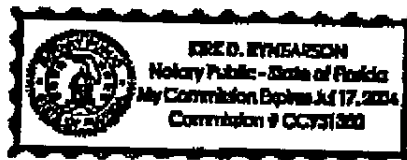
STATE OF FLORIDA

COUNTY OF MONROE

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Laura Markus, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 9 day of May 2000.

[Signature]
Notary Public



3

Prepared by:
Jeffrey Begans, Esq.
9600 West Sample Road, Suite 501
Coral Springs, Florida 33065
Tel: 954-236-4449
Fax: 954-236-4450

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

Pursuant of Section 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Truman Gardens of Key West, Inc. desiring to organize under the laws of the State of Florida, with its principal office located at 912 Truman Avenue, Key West, Florida 33040, which is located in the City of Key West, in the County of Monroe, and in the State of Florida, has named Jeffrey Begens, Esq., who is located at 9600 West Sample Road, Suite 501, Coral Springs, Florida 33065, which is located in the City of Coral Springs, in the County of Broward, and in the State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

BY:


Jeffrey Begens, Esq., as
registered agent

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4

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Fax: 954-236-4450

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