

DATE 8/20/00

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

P000000083525

Re: KEY LIME PIE COMPANY, Inc.
(Name of Corporation)

400003377044--3
-08/30/00-01027-015
*****78.75 *****78.75

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$78.75

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

Chayla M. Jones
(Individual's Name)

00 AUG 30 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

KEY LIME PIE COMPANY
(Name of Corporation)

F. CHESNEY SEP 5 2000

MAILING ADDRESS OF CORPORATION		
<u>Key Lime Pie Company</u>		
<u>Box 2086</u>		
<u>Key West</u>	<u>FL</u>	<u>33045</u>
PHONE _____		
<u>(305)</u>	<u>295-0989</u>	_____
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of

Key Lime Pie Company

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Key Lime Pie Company

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
500 TRUMAN AVE # 7		
CITY	FLORIDA	ZIP
Key West		33040

Mailing address, if different

STREET ADDRESS		
Box 2086		
CITY	FLORIDA	ZIP
Key West		33045

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	JAY MACDERMOTT % Key Lime Pie Company	
ADDRESS	500 TRUMAN AVE # 7	
CITY	FLORIDA	ZIP
Key West		33045

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

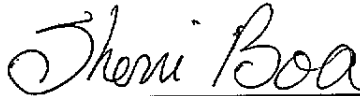
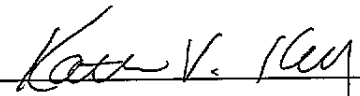
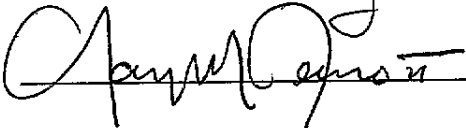
NAME	KATHLEEN KELLY		
ADDRESS	19141 ROCKY ROAD		
CITY	SUGARLOAF KEY	STATE	FL ZIP 33042
NAME	SHERRI BOA		
ADDRESS	1321 GEORGE ST		
CITY	KEY WEST	STATE	FL ZIP 33040
NAME	JAY MACDERMOTT		
ADDRESS	BOX 2086		
CITY	KEY WEST	STATE	FL ZIP 33045

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	KATHLEEN KELLY		
ADDRESS	19141 ROCKY ROAD		
CITY	SUGARLOAF KEY	STATE	FL ZIP 33042
NAME	SHERRI BOA		
ADDRESS	1321 GEORGE ST		
CITY	KEY WEST	STATE	FL ZIP 33040
NAME	JAY MACDERMOTT		
ADDRESS	BOX 2086		
CITY	KEY WEST	STATE	FL ZIP 33045

The undersigned incorporator(s) have executed these Articles of Incorporation this 25th day of AUGUST, 2000.

 _____ (Signature)
 _____ (Signature)
 _____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Key Lime Pie Company
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 500 TRUMAN AVE # 7
KEY WEST FL 33040

has named JAY MACDERMOTT

located at the aforesaid address, as its registered agent to accept service of process within this state.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 30 AM 10:17

FILED

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.

Jay MacDermott
(Signature)

8/20/00
(Date)