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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : SCOTT, ROYCE, HARRIS, BRYAN & HYLAND, P.A.
Account Number : 070674001534
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FLORIDA PROFIT CORPORATION OR P.A.

Key Brokers, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
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01 MAY 31 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
KEY BROKERS, INC.**

The undersigned hereby forms a Corporation under the following Charter of Articles of Incorporation:

**ARTICLE I
NAME**

The name of this Corporation shall be **KEY BROKERS, INC.**

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

A. The street address of the initial principal office of the Corporation shall be 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410.

B. The mailing address of the Corporation shall be 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410.

**ARTICLE III
PURPOSE**

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States of America or the State of Florida.

**ARTICLE IV
AUTHORIZED SHARES OF STOCK**

The Corporation shall have the authority to issue Five Hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

**ARTICLE V
DURATION**

The period of this Corporation's existence is perpetual.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of this Corporation is **ROSE STEIN** and the initial Registered Agent of this Corporation at that address is 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410.

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**ARTICLE VII
DIRECTORS**

The number of Directors constituting this Corporation's initial Board of Directors is one (1) whose name and address is as follows:

ROSE STEIN
4400 PGA Boulevard, Suite 800
Palm Beach Gardens, Florida 33410

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator is as follows:

ROSE STEIN
4400 PGA Boulevard, Suite 800
Palm Beach Gardens, Florida 33410

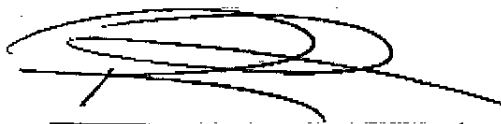
**ARTICLE IX
AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of **KEY BROKERS, INC.** for the uses and purposes aforesaid this 31st day of May, 2001.



ROSE I. STEIN, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **KEY BROKERS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Palm Beach Gardens, County of Palm Beach, State of Florida, has named **ROSE I. STEIN** located at 4400 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410, as its Agent to accept Service of Process within this state.

ACKNOWLEDGMENT

Having been named to accept Service of Process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 31st day of May, 2001



ROSE I. STEIN,
Registered Agent

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