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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE

OF

RUMORS OF KEY WEST, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is RUMORS OF KEY WEST, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 207 Petronia St., Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one-hundred (100) shares having a par value of one-dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

San Stranger Fre

The name and address of the initial registered agent is Gregory D.Davila, Esq., 2505 Flagler Ave., Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Christopher M. Hawks, Stanley G. Cagle, 207 Petronia Street, Key West, FL 33040.

ARTICLE VII: SPECIAL PROVISION

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 20th day of June 2003.

"Capital Connection, Inc. by Leilani White, Client Representative"

CERTIFICATE OF DESIGNATION REGISTERED ACENT/REGISTERED OFFICE

FILED

Pursuant to the provisions of section 607.0501, Florida 52 Statutes, the mentioned corporation. organized Children the IALLAHASSEE FLORIDA laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1.	The	name	of th	ie cor	poration	18:	RUM	IORS	OF	KEY	WEST,	INC.
			······································							•		
					addres D. Davil				ist:	ered	agent	and
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			Key	West,	FL 33040		_					

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE THE ABOVE STATED CORPORATION AT THE PLACE PROCESS FOR THIS CERTIFICATE, I HEREBY ACCEPT THE DESIGNATED IN REGISTERED ACENT AND AGREE TO ACT IN THIS APPOINTMENT ΛS I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF CAPACITY. ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE FAMILIAR WITH AND ACCEPT THE OF MY DUTIES, AND AM OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

<u>Sold</u>