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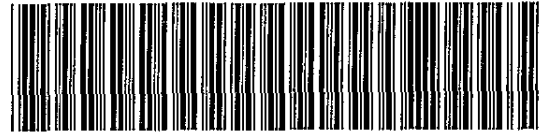
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03 SEP 18 PM 11:34
STATE
TALLAHASSEE, FLORIDA

CB 9/18

Marc D. Kleiner, PA

1111 Kane Concourse, Suite 217

Bay Harbor Island, Florida 33154

Telephone (305) 866-5816 Facsimile (305) 866-5817

Marc D. Kleiner*

*licensed in Florida, DC and New Jersey

September 3, 2003

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

RE: Keystone Bay Properties, Inc.

Dear Sir/Madam:

Enclosed for filing two (2) copies of the Articles of Incorporation for Keystone Bay Properties, Inc. Also enclosed is our firm's check #1140 payable to the Secretary of State in the amount of \$78.75 to cover the filing fee and certified copies. Please forward copies to the address listed above.

Your assistance with this matter is most appreciated.

Very truly yours,



MARC KLEINER

MDK//Enclosures

cc: Client



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 11, 2003

MARC KLEINER
1111 KANE CONCOURSE STE 217
BAY HARBOR ISLAND, FL 33154

SUBJECT: KEYSTONE BAY PROPERTIES, INC
Ref. Number: W03000026022

We have received your document for KEYSTONE BAY PROPERTIES, INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 803A00050647

**ARTICLES OF INCORPORATION
OF
KEYSTONE BAY PROPERTIES, INC
a Florida Corporation**

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03 SEP 18 PM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is Keystone Bay Properties, Inc.

ARTICLE II - MAILING ADDRESS AND PRINCIPLE OFFICE

The principal office and Mailing address of this Corporation shall be:

2640 N.E. 135th Street
North Miami, FL 33181

ARTICLE III - DURATION

The period of duration is perpetual.

ARTICLE IV - PURPOSE

The purpose is to engage in any lawful purpose.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue 500 shares, all of one class

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation is Marc D. Kleiner P.A. and the initial registered office of this corporation is 1111 Kane Concourse, Ste 217, Bay Harbor Island, FL 33154.

Marc D. Kleiner
1111 Kane Concourse, Ste 217
Bay Harbor Island, FL 33154
Tel: (305) 866 5816
Florida Bar # 0548510

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be either increased or decreased, from time to time, by and amendment of the By-Laws of this corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director(s) of this corporation are:

NAME

Jean Inman Farrell

ADDRESS

2908 Seminole Street
Coconut Grove, FL 33133

ARTICLE VIII - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Name

Marc Kleiner

ADDRESS

Marc D. Kleiner P.A.
1111 Kane Concourse, Ste 217
Bay Harbor Island, FL 33154

ARTICLE X - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 3rd day of September, 2003.

Marc D. Kleiner
1111 Kane Concourse, Ste 217
Bay Harbor Island, FL 33154
Tel: (305) 866 5816
Florida Bar # 0548510



Marc Kleiner

Incorporator

Marc D. Kleiner
1111 Kane Concourse, Ste 217
Bay Harbor Island, FL 33154
Tel: (305) 866 5816
Florida Bar # 0548510

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

KEYSTONE BAY PROPERTIES, INC.

a Florida Corporation

Pursuant to Chapter 607.034 of the Florida Statutes, the following is submitted, in compliance with said Act:

That Keystone Bay Properties, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the city of North Miami, County of Dade, State of Florida, has named Marc D. Kleiner P.A. 1111 Kane Concourse, Ste 217 Bay Harbor Island, Florida 33154, as its agent to accept service of process with this State.

ACKNOWLEDGMENT

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

Dated this 16th day of September, 2003.

Marc D. Kleiner

By: _____

Marc D. Kleiner

Marc Kleiner, Esq
1111 Kane Concourse, Ste 217
Bay Harbor Island, Florida 33154
Tel: (305) 866-5816
Florida Bar #0548510