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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

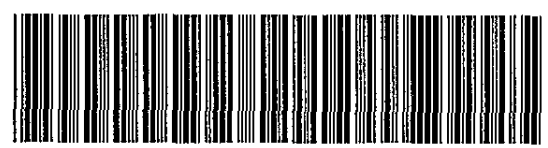
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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10/4/04

LAW OFFICE
BUDDY J. LEVY, P.A.
2203 NORTH LOIS AVENUE
SUITE 912
TAMPA, FLORIDA 33607

LICENSED IN FLORIDA AND TEXAS

(813) 801-9488
Fax (813) 801-9876
buddy.levy@verizon.net

September 29, 2004

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

Re: Keating Ventures, Inc.

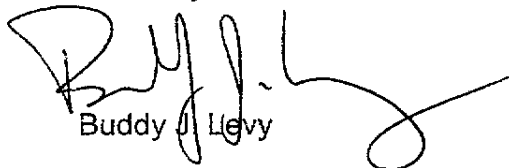
Sir/Madam:

Enclosed you will find one original and one copy of the Articles of Incorporation for Keating Ventures, Inc. for filing with your office.

Also enclosed you will find our check in the amount of \$78.75 for filing fees and a certified copy.

Thank you for your time and attention to this matter.

Sincerely,


Buddy J. Levy

ARTICLES OF INCORPORATION
OF
KEATING VENTURES, INC.

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Florida General Business Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the Corporation is **KEATING VENTURES, INC.**

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the Corporation is organized are:

- (a) To engage in the business of fine arts, interior decorating and related activities.
- (b) To do everything necessary, reasonable, proper, advisable and/or convenient for the accomplishment or furtherance of such purposes.
- (c) To be, or to include, the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

The aggregate number of shares of common stock which the Corporation shall have the authority to issue is 100,000 shares at the par value of \$.01 each.

Holders of shares of said common stock from original issue shall be entitled to pre-emptive rights to acquire unissued or treasury shares of any class of stock of the Corporation which may at any time be authorized or held, and all unissued and treasury shares may be offered and sold in accordance with the resolution of the Board of Directors only after first offering the same to any of the then existing shareholders.

The shareholders of the Corporation shall be entitled to one (1) vote for each share of stock owned to the election of each individual nominee for director and on all other matters voted on at

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any stockholders' meeting and shall not be entitled to cumulate such voting rights on the election of directors.

ARTICLE FIVE

The principal office of the corporation is 11903 Keating Drive, Tampa, Florida 33626.

ARTICLE SIX

The post office address of the Corporation's initial registered office is 2203 N. Lois Ave., Suite 912, Tampa, Florida 33607, and the name of its initial registered agent at such address is Buddy J. Levy.

ARTICLE SEVEN

The number of Directors of the Corporation may be fixed by the Bylaws. The number of directors constituting the initial Board of Directors is one (1) and the name and address of the person who is to serve as director until the organizational meeting of the shareholders or until her successors are elected and qualified is:

Janice Keating
11903 Keating Drive
Tampa, Florida 33626

ARTICLE EIGHT

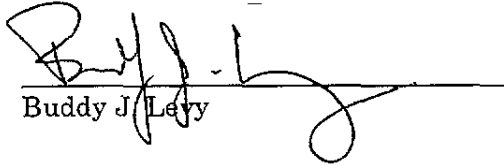
The name and address of the incorporator is:

Buddy J. Levy
2203 N. Lois Ave., Suite 912
Tampa, Florida 33607

ARTICLE NINE

The Board of Directors is expressly authorized to make, alter, or amend the Bylaws of this Corporation or to adopt new Bylaws.

IN WITNESS WHEREOF, I have hereunto set my hand this the 29th day of September, 2004.

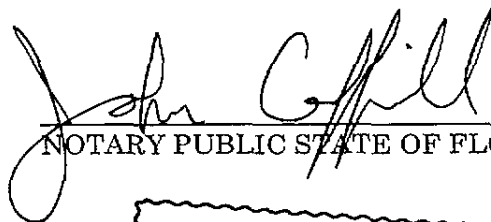

Buddy J. Levy

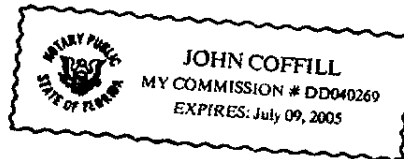
THE STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, a Notary Public in and for said County and State, do hereby certify that on this the 29th day of September, 2004, personally appeared before me Buddy J. Levy, who, being by me first duly sworn, declared that he is the incorporator of KEATING VENTURES, INC., that he signed the foregoing document as Articles of Incorporation of the Corporation, and that the statements therein are true.

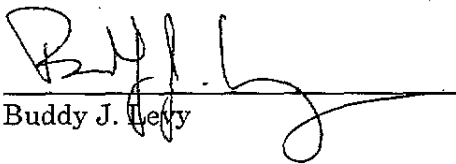
SUBSCRIBED AND SWORN TO BEFORE ME, on this the 29th day of September, 2004.


NOTARY PUBLIC STATE OF FLORIDA



I, Buddy J. Levy, certify that having been named the initial registered agent for Keating Ventures, Inc., hereby accept such status and agree to comply with the applicable laws and statutes.

DATED: September ~~24~~²¹, 2004


Buddy J. Levy