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 POWERS, McNALIS,  
MOODY & GROELLE  
ATTORNEYS AT LAW

February 3, 1995

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

RE: George Keys & Associates, Inc.  
Our File No.: 3734

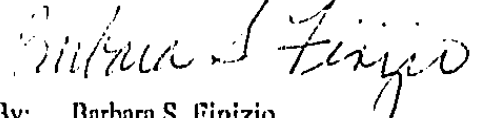
Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of George Keys & Associates, Inc., as well as a check in the amount of \$122.50 for the filing fee of same. Please file with the Division of Corporations and return the file stamped copy to the undersigned in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter.

Very truly yours,

POWERS, MCNALIS, MOODY & GROELLE



By: Barbara S. Finizio  
Paralegal

BSF:bmj  
Enclosures  
3734.938

FILED  
FEB 10 1995  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
GEORGE KEYS & ASSOCIATES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is GEORGE KEYS & ASSOCIATES, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having the par value of one (\$1.00) dollar.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin is ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is 8860 S.W. 123rd Court, K202, Miami, Florida 33186. The mailing address of this corporation is the same as above.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of this corporation are as follows:

George Keys

8860 S.W. 123rd Court K202  
Miami, Florida 33186

ARTICLE VIII - REGISTERED AGENT

The registered agent for the corporation shall be Brian Powers, 2328 10th Avenue North Suite 601 Lake Worth, Fl. 33461-6617.

ARTICLE IX - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation are as follows:

George Keys

8860 S.W. 123rd Court K202  
Miami, Florida 33186


IN WITNESS THEREOF, I have unto set my hand and seal, acknowledged and filed the forgoing Articles of Incorporation under the laws of the State of Florida, this ~~20<sup>th</sup>~~ day of May, 1995.  
nd Feb.

  
George Keys

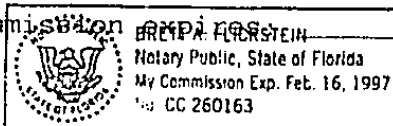
STATE OF FLORIDA  
COUNTY OF Dade

Before me on this day personally appeared GEORGE KEYS to me well known and known to me to be the individual described and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above, this 2 day of April, 1994. Feb, 1995

  
NOTARY PUBLIC - STATE OF FLORIDA  
AT LARGE

My commission expires



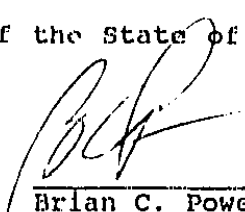
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STATEMENT OF REGISTERED AGENT  
GEORGE KEYS & ASSOCIATES, INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, BRIAN C. POWERS, am familiar with and accept the duties, responsibilities, and obligations of the position of registered agent of GEORGE KEYS & ASSOCIATES, INC.

IN WITNESS THEREOF, I have set my hand and seal, acknowledged and filed the foregoing Statement of Registered Agent under the laws of the State of Florida, this 30<sup>th</sup> day of June 1994.


  
Brian C. Powers

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me on this day personally appeared BRIAN C. POWERS to me well known and known to me to be the individual described and who executed the foregoing Statement of Registered Agent GEORGE KEYS & ASSOCIATES, INC. and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above, this 30<sup>th</sup> day of June, 1994.

  
NOTARY PUBLIC - STATE OF FLORIDA  
AT LARGE

My commission expires

NOTARY PUBLIC STATE OF FLORIDA  
COM. # 03 2601  
EXPIRES 06/30/95