

P45000044894
LAW OFFICES
TAYLOR, BRION, BUKER & GREENE
ESTABLISHED 1908

H. W. TAYLOR (1882-1961)

GEORGE F. ALLEN
LEILA D. ANDERSON
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KENNETH M. BLOOM
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OF COUNSEL
P. TRISTAN BOURGOIGNIE
FRANK D. HALL
BURTON HARRISON
A. STEPHEN KOTLER
ROBERT A. SPOTTSWOOD, P.A.

May 16, 1995

PLEASE REPLY TO

Miami

FOURTEENTH FLOOR
801 BRICKELL AVENUE
MIAMI, FLORIDA 33131-8800
TELEPHONE (305) 377-6700
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KEY WEST, FLORIDA 33040-1800
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2801 PONCE DE LEON
SUITE 707
CORAL GABLES, FLORIDA 33134-8984
TELEPHONE (305) 445-7577
TELECOPIER (305) 445-9244

EFFECTIVE DATE

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

5-26-95

950000110891
-06/02/95--01080--012
*****70.00 *****70.00

Re: Lower Keys Professional Services, Inc.

To Whom It May Concern:

Enclosed please find original Articles of Incorporation in regard to the above referenced corporation, and our firm's check in the amount of \$70.00 for filing fee and designation of registered agent fee. Kindly have the Articles filed with the Secretary of State and return to me in the envelope provided.

If there is any problem with our request, please call me at (305)377-6700 or by writing to the above address.

Very truly yours,


Robert J. Paterno
For the Firm

RJP/mp
[12,15] sos

FILED
55 JUN -2 AM 9:47
CLERK OF COURT
STATE OF FLORIDA

Marilyn Plantala GAVE
AUTHORIZATION BY PHONE TO

CORRECT Eff. Date
DATE 6/12/95
DOC EXAM Kevin Brown

D. BROWN JUN 1 2 1995

EFFECTIVE DATE
5-26-95

FILED
95 JUN -2 AM 9:48
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this Corporation is Lower Keys Professional Services, Inc.

ARTICLE II - COMMENCEMENT OF EXISTENCE

This Corporation shall commence to exist on the date of subscription of these Articles are filed with the Secretary of State.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation shall be 5900 College Road, Key West, Florida 33040.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be the only class of shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5900 College Road, Key West, Florida 33040. The name of the initial registered agent of this Corporation is James Simon, at the above address.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
James Simon	5900 College Road Key West, FL 33040
Roberto Sanchez	5900 College Road Key West, FL 33040
Jerry Dean	5900 College Road Key West, FL 33040

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is James Simon, 5900 College Road, Key West, Florida 33040.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of MAY, 1995.

By: _____

JAMES SIMON

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared JAMES SIMON to me known to be the person described as Subscriber in and

who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation.



GINA B. ALFONGO
COMMISSION # CC 410410 By:
EXPIRES SEP 28, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Gina B. Alfongo
Notary Public, State of
Florida at Large
Gina B. Alfongo

My Commission Expires:

Personally known

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

LOWER KEYS PROFESSIONAL SERVICES, INC., having appointed the undersigned as its Registered Agent and its registered office as 5900 College Road, Key West, Florida 33040, the undersigned hereby accepts said appointment and agrees to act in said capacity.

By:

[Signature]
JAMES SIMON

FILED
65 JUN -2 AM 9:48
ATLANTIC BONDING CO., INC.
FLORIDA