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July 19, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

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-07/25/95--01055--014
****122.50 ****122.50

RE: GREEN KEY INVESTMENTS, INC.

Dear Sir:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed. Please file the original of the enclosed Articles of Incorporation and return a certified copy to me.

Very truly yours,

Carol A. Perantie

Carol A. Perantie

Encl.

JUL 27 1995

BSB

FILED
95 JUL 25 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GREEN KEY INVESTMENTS, INC.

FILED
95 JUL 25 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME.

The name of this corporation is Green Key Investments, Inc.

ARTICLE II. DURATION.

The corporation is to exist perpetually.

ARTICLE III. PURPOSE.

The purpose is to engage in any activities or business permitted under the laws of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK.

The corporation is authorized to issue 7,500 shares, all of one class, with a par value of \$1.00.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent is BENITO S. LeCOCHE, and the address of the registered agent is:

40346 U.S. 19 N.
Tarpon Springs, FL 34689.

ARTICLE VI. PRINCIPAL OFFICE.

The principal place of business of this corporation is:

40346 U.S. 19 N.
Tarpon Spring, FL 34689.

ARTICLE VII. DIRECTORS.

The corporation shall have four directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors of the corporation are:

1. BENITO S. LeCOCHE, 40346 U.S. 19 N., Tarpon Springs, FL 34689.
2. PASQUALE BENEVENTANO, 5342 Wellfield Rd., New Port Richey, FL 34655.
3. FRANK BARONE, 913 Brompton Dr., Westbury, NY 11390.
4. MICHAEL BARONE, 913 Brompton Dr., Westbury, NY 11390.

ARTICLE VIII. INCORPORATOR.

The names and addresses of the incorporators signing these Articles of Incorporation are:

BENITO S. LeCOCHE, 40346 U.S. 19 N., Tarpon Springs, FL 34689;
PASQUALE BENEVENTANO, 5342 Wellfield Rd., New Port Richey, FL 34655.

ARTICLE IX. 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 Incorporators have executed these Articles of Incorporation this 19 day of July, 1995.



BENITO S. LeCOCHE, Incorporator



PASQUALE BENEVENTANO, Incorporator

STATE OF FLORIDA
COUNTY OF PASCO

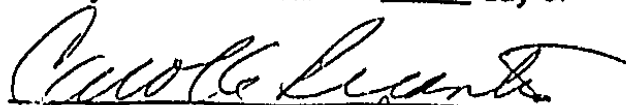
BEFORE ME, the undersigned authority, personally appeared BENITO S. LeCOCHE and PASQUALE BENEVENTANO, to me known to be the persons who

executed the foregoing Articles of Incorporation, and who produced their FL
drivers' licenses as identification, and they
acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of
July, 1995.



OFFICIAL SEAL
CAROL A. PERANTIE
My Commission Expires
Sept. 9, 1996
Comm. No. CC 226697



Print Name: Carol A. Perantie
Notary Public

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE
SERVED:**

Green Key Investments, Inc. hereby designates BENITO S. LeCOCHE, located
at 40346 U.S. 19 N., Tarpon Springs, FL 34689, as its registered agent to accept service
of process within Florida.

ACCEPTANCE OF REGISTERED AGENT

Having been named to be the Registered Agent, I hereby agree to act in this
capacity, and I further agree to comply with the provisions of all statutes relative to the
proper and complete performance of my duties, including the duty to accept service of
process for this corporation and to keep the Registered Agent's office open between the
hours of 10:00 A.M. and noon on Monday through Friday, as set forth in the Florida
Statutes.


BENITO S. LeCOCHE
Registered Agent

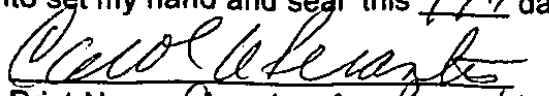
STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared BENITO S.
LeCOCHE, to me known to be the person who executed the foregoing acceptance, and
who produced his Florida driver's license as identification, and he acknowledged to and
before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day
of July, 1995.



OFFICIAL SEAL
CAROL A. PERANTIE
My Commission Expires
Sept. 9, 1996
Comm. No. CC 226697


Print Name: Carol A. Perantie
Notary Public