



150058497

ACCOUNT NO. : 07200000032

REFERENCE : 649403 81522A

AUTHORIZATION :

Patricia Pigitt

COST LIMIT : \$ 70.00

ORDER DATE : July 27, 1995

ORDER TIME : 10:47 AM

ORDER NO. : 649403

CUSTOMER NO: 81522A

CUSTOMER: Ms. Ginny Estape
MURAI WALD & BIONDO

000001547640

900 Ingraham Building
25 S. E. Second Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: KEY INTERNATIONAL PEMBROKE
PINES, INC.

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS: T. BROWN JUL 28 1995

FILED
95 JUL 27 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~95-15168~~



FLORIDA DEPARTMENT OF STATE

July 27, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: KEY INTERNAATIONAL PEMBROKE PINES, INC.
Ref. Number: W95000015168

We have received your document for KEY INTERNAATIONAL PEMBROKE PINES, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return 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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 895A00035789

ARTICLES OF INCORPORATION
OF
KEY INTERNATIONAL PEMBROKE PINES, INC.

FILED
95 JUL 27 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is KEY INTERNATIONAL PEMBROKE PINES, INC.

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

PREPARED BY:

Ana Maria Escagedo, Esquire
Murai Wald Biondo & Moreno, P.A.
25 S.E. 2nd Avenue, Suite 900
Miami, Florida 33131
(305) 358-5900
Florida Bar No. 714460

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities.

ARTICLE VINITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial registered office of the corporation in the State of Florida is 25 S.E. 2nd Ave., Suite 900, Miami, Florida 33131 and the name of the initial registered agent of this corporation is Murai, Wald, Biondo & Moreno, P.A. with an address of 25 Southeast Second Avenue, Suite 900, Miami, Florida 33131. The Principal Office and/or mailing address will be 848 Brickell Avenue, Suite 1000, Miami, Florida 33131.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The names and street addresses of the initial directors are:

Jose Ardid
848 Brickell Avenue
Suite 1000
Miami, Florida 33131

Juan Couret
848 Brickell Avenue
Suite 1000
Miami, Florida 33131

ARTICLE VII

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Ana Maria Escagedo, Esq.
Murai Wald Biondo & Moreno, P.A.
900 Ingraham Building
25 Southeast Second Avenue
Miami, Florida 33131

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

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

Murai, Wald, Biondo
& Moreno, P.A.

By: 

Ana Maria Escagedo
Incorporator

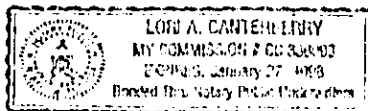
STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 26th day of July, 1995 by ANA MARIA ESCAGEDO who is (✓) personally known to me or () has produced n/a as identification.

NOTARY PUBLIC

Lori A. Canterbury
Print Name: LORI A. CANTERBERRY

My Commission Expires:



CERTIFICATE OF REGISTERED AGENT

OF

KEY INTERNATIONAL PEMBROKE PINES, INC.

FILED
95 JUL 27 PM 1:20
SECRET
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That KEY INTERNATIONAL PEMBROKE PINES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Murai, Wald, Biondo & Moreno, P.A., located at 900 Ingraham Building, 25 Southeast 2nd Avenue, Miami, Florida 33131, as its agent to accept service of process within this State.

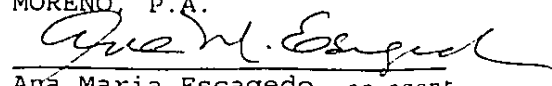
A C K N O W L E D G M E N T

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

Dated this 26th day of July, 1995.

MURAI, WALD, BIONDO
& MORENO, P.A.

By:


Ana Maria Escagedo, as agent

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