

P95000073729

CHARLES H. NETTER. P.A.

ATTORNEY AT LAW

9163 SOUTHWEST 97TH AVENUE

MIAMI, FLORIDA 33176

(305) 279-1884

FAX (305) 279-2406

KEY WEST
(305) 294-2254

VERO BEACH
(407) 569-6900

September 18, 1995

Secretary of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

RE: B & P. KEY WEST INC.

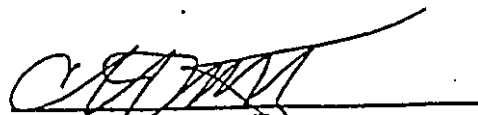
Dear Sir:

300001591538
-09/22/95--01053--004
*****70.00 *****70.00

Enclosed please find the original and two copies of the Article of Incorporation for B & P. KEY WEST INC., along with a check for \$ 70.00 for filing. Please return a time-stamped copy of the Articles to me in the self addressed, postage paid envelope I have provided for your convenience.

Thank you for your time and cooperation in this matter, Please do not hesitate to contact me should you have any questions.

Very truly yours,



Charles H. Netter, Esq.

Enclosure (s)

CHN/ mg

B. BROWN SEP 25 1995

ARTICLES OF INCORPORATION

OF

B & P KEY WEST, INC.

The undersigned, being of legal age, does hereby form a corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I NAME

The name of this corporation shall be B & P KEY WEST, INC.

ARTICLE II GENERAL NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III CAPITAL STOCK

The capital stock of this Corporation shall be One Hundred (100) shares at one dollar (\$1.00) par value.

ARTICLE IV CORPORATE EXISTENCE

Corporate existence shall begin at the time of subscription and acknowledgment of these Articles, except that in the event these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State. This Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE V REGISTERED OFFICE AND AGENT

The street address of the office of the initial registered agent of the Corporation is:

**9163 SW 97th Avenue
Miami, FL 33176**

and the name of the registered agent of this Corporation at said address is:

CHARLES H. NETTER, ESQ.

ARTICLE VI PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be at:

**9163 SW 97th Avenue
Miami, FL 33176**

The Corporation shall have the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber, and the number of shares of stock subscribed are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Charles H. Netter, Esq.	9163 SW 97th Avenue Miami, FL 33176	100

The stockholders agree to pay not less than par value for each share of stock.

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE VIII AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

The Directors of this Corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, the undersigned for the purpose of forming a corporation to do business within and without the State of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and correct, and hereunto sets her hand this 31st day of August, 1995.

Charles H. Netter

STATE OF FLORIDA }
COUNTY OF DADE }

I hereby certify that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Charles H. Netter party to the foregoing Articles of Incorporation, known to me personally to be such, or has provided me _____ as identification, and I have first made known to his/her the contents of said Articles, he/she did acknowledge that he/she signed, sealed and delivered the same as her voluntary act and deed, and deposed that the facts therein stated were truly set forth.

WITNESS my hand and official seal this 31 day of August, 1995.

Mildred M. Gonzalez
NOTARY PUBLIC
MILDRED M. GONZALEZ
Printed Name

My Commission Expires:

OFFICIAL NOTARY SEAL
MILDRED M GONZALEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC307333
MY COMMISSION EXP. AUG. 10, 1997

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE AND NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with the requirements of Chapter 48.091, Florida Statutes, the following is submitted:

That, B & P KEY WEST, INC.

organized and existing under the laws of the State of Florida, with its initial registered office, as indicated in the foregoing Articles of Incorporation, in the City of Miami, County of Dade, State of Florida, has named CHARLES H. NETTER, of 9163 SW 97th Avenue, Miami, Florida 33176, as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-styled corporation at the place designated in this certificate, I, the undersigned, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation, and I further agree to act in said capacity and to comply with the provisions of Section 48.091 of the Florida Statutes.

Dated: August 31, 1995



CHARLES H. NETTER