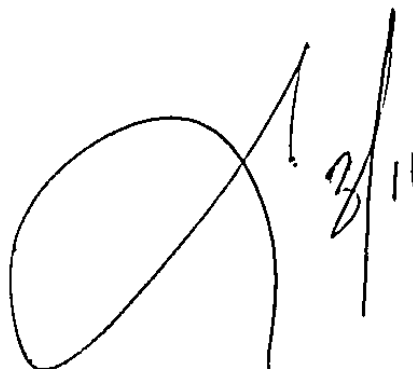


3 MAR 96 1:57 PM
FLO. DIV. OF CORP. AFF. DIVISIONS
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TO: DIVISION OF CORPORATIONS FROM: FAB-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166- 9-0000
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

((H96000003344)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: KEY BISCAYNE MOTOR SCOOTER, CORP.
FAX AUDIT NUMBER: H96000003344 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/08/1996 TIME REQUESTED: 12:57:29
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
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96 MAR -8 PM 4:24
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TALLAHASSEE, FLORIDA



96 MAR -8 PM 2:21

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ARTICLES OF INCORPORATION

OF

KEY BISCAYNE MOTOR SCOOTER, CORP.

FILED
56 MAR - 8 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: KEY BISCAYNE MOTOR SCOOTER, CORP.

The principal place of business of this corporation shall be: 350 Ocean Drive
Key Biscayne, Fl 33149

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President: Alejandro Moreno 350 Ocean Drive
Key Biscayne; Fl 33149

Prepared by: Alejandro Moreno
350 Ocean Drive
Key Biscayne, Fl 33149
(305) 677-2986

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Alejandra Moreno

350 Ocean Drive
Key Biscayne, Fl 33149

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8th day of March, 1996

Signature(s) of Incorporator(s)

Alejandra Moreno

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: KEY BISCAYNE MOTOR SCOOTER, CORP.

2. The name and address of the registered agent and office is:

Alejandro Moreno 350 Ocean Drive
(P.O. BOX NOT ACCEPTABLE)

Key Biscayne, FL 33149
(CITY/STATE/ZIP)

SIGNATURE

(corporate officer)

TITLE

President

DATE

03/08/96

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96 MAR 9 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

03/08/96

REGISTERED AGENT FILING FEE: