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Klaus Boettcher, 1000 Ponce de Leon Blvd., Suite 333, Coral Gables, Florida 33134
(305) 383 - 1580

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

April 18, 1996

Re.: The Articles of Incorporation for
" KEYPORT REALTY, INC. "

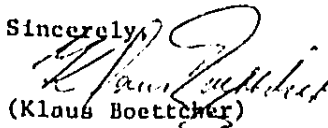
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***122.50 ***122.50

Dear Division of Corporations :

Herewith I'm forwarding the Articles of Incorporation for "Keyport Realty, Inc. "

Enclosed is a check in the amount of \$ 122.50 for the filing fee. Thank you for your assistance!

Sincerely,


(Klaus Boettcher)

Enclosure: Check No.: 5996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 APR 22 PM 2:19

g 4/25/96

26 APR 22 PM 2:19

ARTICLES OF INCORPORATION
OF
" KEYPORT REALTY, INC. "

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is " KEYPORT REALTY, INC. "

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of these Articles.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock, each share having a par value of ONE Dollar (1).

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Suite 333, 1000 Ponce de Leon Boulevard, Coral Gables, Florida 33134, and the name of the initial registered agent of this corporation at that address is KLAUS BOETTCHER. THE PRINCIPAL OFFICE ADDRESS AND THE REGISTERED OFFICE ADDRESS ARE THE SAME!

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is :

Klaus Boettcher	1000 Ponce de Leon Boulevard
	Suite 333
	Coral Gables, Florida 33134

ARTICLE VII. SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation is
Klaus Boettcher, Suite 333, 1000 Ponce de Leon Boulevard, Coral Gables, Florida 33134 .

ARTICLE VIII. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.
In order to be effective, every amendment must be approved by the holders of a
majority of the stock entitled to vote thereon at a meeting of stockholders called
for such purpose, unless all the stockholders entitled to vote sign a written state-
ment manifesting their intention that a certain amendment of these Articles of In-
corporation be made.

IN WITNESS WHEREOF, the undersigned executed these ARTICLES OF INCORPORATION
this 18th day of April 1996 .



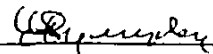
KLAUS BOETTCHER / SUBSCRIBER

FLDL 0326-515-37-250-0

STATE OF FLORIDA
COUNTY OF DADE : ss.

BEFORE ME, the undersigned, personally appeared KLAUS BOETTCHER, to me well
known and known to me to be the individual described herein and who executed the
foregoing Articles of Incorporation, and he acknowledged before me that he executed
the same for the purposes therein expressed.

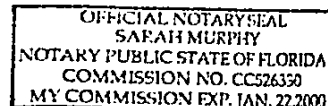
WITNESS my hand and official seal in the County and State named above this
18th day of April 1996 .



NOTARY PUBLIC

State of Florida at Large

My Commission Expires : Jan. 22, 2000



FILED
IN CLERK OF STATE
OFFICE OF THE CLERK OF STATE

96 APR 22 PM 2:19

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR " KEYPORT REALTY, INC. "
AT THE PLACE DESIGNATED, 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.

SIGNATURE :

Klaus Boettcher
Klaus Boettcher

DATE :

4/18/96