

P96000064493

ENGLISH, McCAUGHAN & O'BRYAN, P.A.

100 NORTHEAST THIRD AVENUE, SUITE 1100

FORT LAUDERDALE, FLORIDA 33301-1140

MAILING ADDRESS:

P.O. BOX 14000

FORT LAUDERDALE, FLORIDA 33308-14000

TELEPHONE (305) 462-3300

FROM MIAMI (305) 947-1002

FACSIMILE (305) 703-2439

BOCA RATON OFFICE

40 SOUTHEAST FIFTH STREET

SUITE 400

BOCA RATON, FLORIDA 33432-6090

TELEPHONE (407) 391-8000

FACSIMILE (407) 391-0944

July 29, 1996

VIA: FEDERAL EXPRESS

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

900001309619  
-07/31/96--01055--013  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Keys Equities, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation of Keys Equities, Inc., a Florida corporation, along with our check in the amount of \$122.50. If the enclosed document meets with your approval, please file it with your Office and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this document to me, enclosed please find a Federal Express return envelope for your use.

If you have any questions regarding the enclosed document, please do not hesitate to contact the undersigned.

Yours very truly,

*Debra H. Chrystie*

Debra H. Chrystie  
Corporate Paralegal

/dhc  
Enclosures

8-1-96

ARTICLES OF INCORPORATION  
OF  
KEYS EQUITIES, INC.  
A FLORIDA CORPORATION

FILED  
96 JUL 31 PM 2:48  
SECRET  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of KEYS EQUITIES, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is KEYS EQUITIES, INC. and the street address of the initial principal office of the Corporation is 3201 Griffin Road, Suite 206, Fort Lauderdale, FL 33312.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 50,000,000 of \$.001 par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3201 Griffin Road, Suite 206, Fort Lauderdale, Florida 33312, and the name of the initial Registered Agent of the Corporation at that address is Michael Oliver.

PREPARED BY: GERALD W. GRITTER, ESQUIRE  
ENGLISH, McCAUGHAN & O'BRYAN, P.A.  
100 N.E. Third Avenue, Suite 1100  
Fort Lauderdale, FL 33301  
(954) 462-3300  
Florida Bar No. 717053

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one Director to hold office until the first Annual Meeting of Shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The name and address of the initial Director of the Corporation is Michael Oliver, 3201 Griffin Road, Suite 201, Fort Lauderdale, Florida 33312.

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is Gerald W. Gritter, Esquire, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of July, 1996.




\_\_\_\_\_  
GERALD W. GRITTER, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

96 JUL 31 PM 2:48  
FILED  
SECRETARY  
TALLAHASSEE  
FLORIDA

Having been named as Registered Agent to accept service of process for KEYS EQUITIES, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: July 15, 1996

By:   
MICHAEL OLIVER, Initial  
Registered Agent