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DEPARTMENT OF REVENUE

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STATE OF FLORIDA

SUITE 200

100 E. GAINES STREET

TALLAHASSEE, FL 32301

FAX: (904) 224-1000

CONTACT: RAY STORMONT

PHONE: (305) 541-3894

FAX: (305) 541-3770

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: I LOVE KEY WEST AND THE FLORIDA KEYS, INC.

FAX AUDIT NUMBER: H96000010829

CURRENT STATUS: REQUESTED

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ARTICLES OF INCORPORATION
OF
I LOVE KEY WEST AND THE FLORIDA KEYS, INC.

ARTICLE I

NAME

The name of this corporation is I LOVE KEY WEST AND THE FLORIDA KEYS, INC.

ARTICLE II

NATURE OF BUSINESS

This Corporation may engage in any business activity or business permitted under the laws of The United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES of common stock having \$1.00 par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital that this Corporation will begin with is FIVE HUNDRED (\$500.00) DOLLARS.

The TAX MAN, Inc.
1601 Belvedere Road, #103 South
West Palm Beach, FL 33406
(561)686-5705; FAX (561)689-0708

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ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The address in the State of Florida of the principal office of this Corporation is 1601-A N. Roosevelt Blvd., Key West, Florida, 33040, and the name of the initial registered agent at this address is Henry T. Dean III.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

Henry T. Dean III

1601-A N. Roosevelt Blvd.
Key West, FL 33040

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MEMPHIS MEMPHIS MEMPHIS

ARTICLE IX
INCORPORATORS

The name and address of the persons signing these articles of incorporation is:

Henry T. Dean III

1601-A N. Roosevelt Blvd
Key West, FL 33040

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of
incorporation this 2nd day of August, 1996

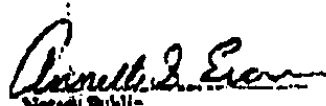

Henry T. Dean III

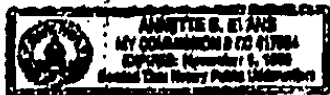
STATE OF FLORIDA
COUNTY OF MONROE

Before me, a notary public authorized to take acknowledgments in the state and county set
forth above, personally appeared Henry T. Dean III, known by me to be the person who executed
these articles of incorporation.

IN WITNESS THEREOF, I have hereunto set my hand and official seal, in the state and
county aforesaid, this 2nd day of August, 1996.

(SEAL)


Notary Public



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST LOVE KEY WEST AND THE FLORIDA KEYS, INC. DESIRES TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPLE PLACE OF BUSINESS AT THE CITY OF KEY WEST, MONROE COUNTY, STATE OF FLORIDA, HAS NAMED HENRY T. DEAN III AT 601-A N. ROOSEVELT BLVD., CITY OF KEY WEST, STATE OF FLORIDA AS ITS AGENT TO ACCEPT PROCESS WITHIN FLORIDA.

SIGNED

TITLE PRESIDENT

DATE AUG. 2, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN ACCORDANCE WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNED

HENRY T. DEAN III
Resident Agent

DATE AUG. 2, 1996

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