

TAVERNIER 278 Gardenia Street Tavernier, PL 33070 (305) 852-6989

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

MARATHON (305) 289-1977

Re: KEYS INTERNATIONAL CONSULTING, INC.

KEY WEST (305) 292-6344

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the corporation referenced above, along with two copies and a check in the amount of \$122.50. Please execute the Articles of Incorporation and return the appropriate copy to this office.

Pax: (305) 852-6475

If you should have any questions concerning this matter, please do not hesitate to contact this office. Your cooperation is greatly appreciated.

Sincerely,

Gerald W. Pletan, Esquire

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GWP/tln

Enclosures

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ARTICLES OF INCORPORATION

OF

KEYS INTERNATIONAL CONSULTING, INC.

BY THESE ARTICLES OF INCORPORATION the Incorporator(s) form a corporation under Florida law.

ARTICLE I

NAME AND ADDRESS

The name of this corporation is: KEYS INTERNATIONAL CONSULTING, INC., with its principal place of business:

25083 Center Street, Summerland Key, Florida 33042

ARTICLE II

PURPOSE

The purpose for which this corporation is organized is to conduct any and all business for any and all purposes permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to issue is 7500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

DURATION

This corporation shall exist perpetually.

ARTICLE V

OFFICERS

- (a) The affairs of this corporation shall be managed by officers elected by the Board of Directors at its annual meeting. The officers serve until the next annual meeting of the Board of Directors unless removed earlier in accordance with the bylaws.
- (b) The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

PRESIDENT

Donald R. Hawkins, Jr.

SECRETARY

Kathryn M. Hawkins

ARTICLE VI

DIRECTORS

The corporation shall have two (2) directors. The number of directors shall be prescribed in the bylaws from time to time as adopted by the members. The names and addresses of the director(s) who shall serve until the first election, are as follows:

NAME

ADDRESS

DONALD R. HAWKINS, JR.

25083 Center St., Summerland Key, Fl 33042

KATHRYN HAWKINS

25083 Center St., Summerland Key, FI 33042

ARTICLE VII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is: GERALD W. PLETAN, ESQUIRE, 278 Gardenia St., Tavernier, Florida 33070.

ARTICLE VIII

BY LAWS

The bylaws of the corporation shall be adopted by the Board of Directors.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

The initial resident agent for this corporation shall be: GERALD W. PLETAN, ESQUIRE, 278 Gardenia St., Tavernier, Fl 33070

ARTICLE X

AMENDMENTS

An amendment to these articles may be proposed by the Board of Directors and shall be adopted by the Board of Directors by the affirmative vote of at least two thirds of the Directors present and voting at a meeting at which a quorum is present.

IN WITNESS WHEREOF, the undersigned being the Incorporator has executed these Articles of Incorporation this 31St day of July, 1996.

SUBSCRIBER/GERALD W. PLETAN, ESQUIRE

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STATE OF FLORIDA

COUNTY OF MONROE

SWORN TO AND SUBSCRIBED before me this 31St day of July, 1996, by OERALD,

W. PLETAN, ESQUIRE, an individual personally known to me, or who provided
PCrCDrcdly Known as identification.

August Gulder

Notary Public
Printed name
Commission #
My Commission Expires:

My Commission Expires:

AFFIDAVIT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

GERALD W. PLETAN, ESQUIRE

STATE OF FLORIDA

COUNTY OF MONROE

SWORN TO AND SUBSCRIBED before me this 31St day of July, 1996, by GERALD W. PLETAN, ESQUIRE, an individual personally known to me, or who provided PUSDIALLY KNOWN as identification.

Notary Public
Printed name

Commission #
My Commission Expires:

JULSANA P. WALTON
MY COMMISSION # CC 505731
EXPIRES: October 25, 1999
Bonded Thru Notary Public Underwriters