

JOE MIKLAS

ATTORNEY, P.A.

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August 19, 1996

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

Re: TD of the Florida Keys, Inc.

Dear Sir:


Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-named corporation. In addition, enclosed please find this firm's trust account check in the amount of \$122.50 which represents the following fees:

Filing fee	\$35.00
Registered Agent Designation	35.00
Certified Copy	52.50
Total	\$122.50

Kindly file the original of the enclosed Articles of Incorporation, returning a certified copy in the self-addressed, stamped envelope provided for your convenience.

Thank you for your kind attention to this matter.

Very truly yours,


Pamela Babson
for Joe Miklas

/pb
Enclosures

Dmc
8/26/96

FILED
96 AUG 22 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Offices: Mile Marker 88.7 • Florida Keys 33070
Mail: Post Office Box 366 • Islamorada, Florida Keys 33036

Telephone: 305-852-7225 • Facsimile: 305-852-4323

FILED
96 AUG 22 PM 4:15
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TD OF THE FLORIDA KEYS, INC.

ARTICLE I

The name of the corporation is TD OF THE FLORIDA KEYS, INC.

ARTICLE II

The street address and mailing address of the initial principal office is 179 Pearl Avenue, Tavernier, Florida 33070.

ARTICLE III

The number of shares the corporation is authorized to issue is 100 shares, each share having a par value of ONE DOLLAR (\$1.00).

ARTICLE IV

The name and street address of the initial registered agent and office of this corporation is:

TERRI M. DOUVRES
179 Pearl Avenue
Tavernier, Florida 33070

ARTICLE V

The name and address of each Incorporator is:

TERRI M. DOUVRES
179 Pearl Avenue
Tavernier, Florida 33070

ARTICLE VI

This corporation shall have a perpetual existence.

ARTICLE VII

The name and address of the initial officers of the

corporation, who shall hold offices for the first year of the corporation's existence, or until their successors are elected or appointed are as follows:

TERRI M. DOUVRES
President
179 Pearl Avenue
Tavernier, Florida 33070

GARRY HUNTER
Vice President
816 Oakwood Avenue
Key Largo, Florida 33037

SHERROLYN MINCEY
Secretary/Treasurer
182 Pearl Avenue
Tavernier, Florida 33070

ARTICLE VIII

This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

TERRY M. DOUVRES
179 Pearl Avenue
Tavernier, Florida 33070

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 19th day of August, 1996.


Incorporator - Terri M. Douvres

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 19 day of August, 1996, by TERRI M. DOUVRES who is personally known to me or who has produced personally known

_____ as identification and who did (did not) take an oath.

[Signature]
Notary Public - State of Florida
Printed Name: TERRELLA HADSON
Commission No.: 001162511
Commission Expires: 9/14/99
(Seal)

SPECIAL NOTARY SEAL
TERRELLA HADSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC492511 My
COMMISSION EXP. SEPT 14, 1999

ACKNOWLEDGMENT OF REGISTERED AGENT:

Having been named as registered agent for the above-named corporation, 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 607.0505, Florida Statutes.

[Signature]

TERRI M. DOUVRES -
Registered Agent