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DAVID J. KINGSLEY*
LOUISE R. KINGSLEY

*ALSO MEMBER WASHINGTON, D.C.
& MARYLAND BARS

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -7 AM 10:48

TELEPHONE
(954) 474-5800
FACSIMILE
(954) 474-5862

October 4, 1996

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

400001967424
-10/08/96--01083--008
****122.50 ****122.50

RE: Keystone Business Development, Inc.

To Whom it May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return a certified copy to our office in the envelope provided.

Enclosed herewith please find a check in the amount of \$122.50, as follows:

| | |
|----------------|--------------|
| Filing Fee | 35.00 |
| Reg. Agent Fee | 35.00 |
| Certified Copy | <u>52.50</u> |

TOTAL \$122.50

Thank you for your cooperation.

Very truly yours,

KINGSLEY & KINGSLEY

By David J. Kingsley
David J. Kingsley

DJK/la

Enclosures

D. BROWN OCT 11 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -7 AM 10:48

ARTICLES OF INCORPORATION
OF
KEYSTONE BUSINESS DEVELOPMENT, INC.

ARTICLE I

NAME

The name of this corporation is Keystone Business Development, Inc.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of marketing services, and the transacting of any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock.

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance

of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL CORPORATE MAILING ADDRESS

The street address and the initial corporate mailing address is 1800 S.W. 23 Terrace, Ft. Lauderdale, Florida, 33312.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1800 S.W. 23 Terrace, Ft. Lauderdale, Florida, 33312, and the name of the initial Registered Agent of this corporation at that address is James W. Burke, Jr.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|--|
| James W. Burke, Jr. | 1800 S.W. 23 Terrace Ft. Lauderdale, FL 33312 |
| Wanda W. Burke | 1800 S.W. 23 Terrace Ft. Lauderdale, FL 33312 |

ARTICLE IX

INCORPORATORS

The names and addresses of the persons signing these Articles are: James W. Burke, Jr. and Wanda W. Burke, 1800 S.W.

23 Terrace, Ft. Lauderdale, Florida, 33312.

ARTICLE X

INDEMNIFICATION

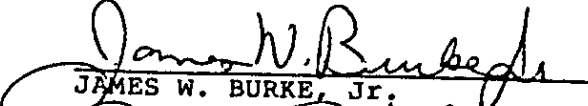

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 4th day of October, 1996.


JAMES W. BURKE, JR.

WANDA W. BURKE

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

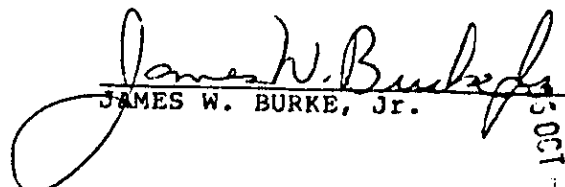
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That Keystone Business Development, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida, has named James W. Burke, Jr., County of Broward, State

of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

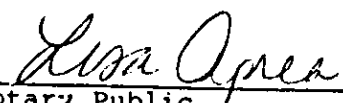
Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


JAMES W. BURKE, Jr.
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT - 7 PM 10:48

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County set forth above, personally appeared James W. Burke, Jr. known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who presented Fla. Drivers License as identification, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this
4th day of October, 1996.



Notary Public
State of Florida at Large

My Commission Expires:



LISA APREA
MY COMMISSION # CC 243519 EXPIRES
December 2, 1998
BONDED THRU TROY FAIR INSURANCE, INC.