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LAW OFFICES
KIMBRELL & HAMANN
PROFESSIONAL ASSOCIATION

JAMES F. CROWDER, JR.
THOMAS C. WOODS
BRADFORD A. THOMAS
JOHN E. PHELAN
JAMES F. ARNHE
GERARD M. KOUMI, JR.
EDWARD ETCHEVERRY
GUY W. HARRISON
RUSSELL A. YAGEL
JOE KRIBORIAN
DANIEL H. COULTOFF

SUITE 900
BRICKELL CENTRE
700 BRICKELL PLAZA
MIAMI, FL 33131-3808
TELEPHONE (305) 355-8181
TELEFAX (305) 374-1553

OF COUNSEL
A. H. TOOTHMAN
WARREN D. HAMANN
CARL R. HOFFMANN

October 31, 1996

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

Re: ISLAND VENTURES, INC.
Our File No. 00165

4000013916424-1-2
-11/05/96--01135--006
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SECRETARY OF STATE
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9:58 AM

Gentlemen/Ladies:

Enclosed please find the Articles of Incorporation for ISLAND VENTURES, INC.
Also enclosed please find this firm's check #028251 in the amount of \$122.50 made payable
to the Florida Department of State.

We would appreciate your filing these Articles of Incorporation and sending the
registration letter to the undersigned in the stamped, self-addressed envelope provided for
your convenience.

If you have any questions, please do not hesitate calling the undersigned. Thank you
for your cooperation and assistance in this matter.

Thank you for your courtesy and cooperation in this matter.

Very truly yours,

Russell A. Yagel

Russell A. Yagel (RM)

For the Firm

(Signed in Mr. Yagel's absence to avoid delay)

RAY:jm
Enclosures

00165\IVEY\SecState.001

D. BROWN NOV - 7 1996

ARTICLES OF INCORPORATION
OF
ISLAND VENTURES, INC.

SECRET
DIVISION OF CORPORATIONS
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I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is ISLAND VENTURES, INC. and the initial address of this corporation shall be 251 Apache Street, Tavernier, Florida 33070.

ARTICLE II

This corporation may engage in any and all lawful business under the provisions of Chapter 607, Florida Statutes, as it may from time to time be amended.

ARTICLE III

The period of duration of this corporation shall be perpetual. The corporate existence shall commence upon filing of these Articles of Incorporation.

ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

NUMBER OF SHARES
AUTHORIZED

PAR VALUE PER SHARE

CLASS

100

\$1.00

Common

ARTICLE V

The initial registered office of this corporation shall be: 251 Apache Street,

Tavernier, Florida 33070, and the name of this corporation's initial registered agent is Carol A. Ivey, 251 Apache Street, Tavernier, Florida 33070.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the director of this corporation, who shall hold office for the first year or until his/her successor is duly elected and qualified, shall be:

Michael C. Ivey, President and Treasurer

Carol A. Ivey, Vice President and Secretary

ARTICLE VIII


The name and address of the incorporator is Michael C. Ivey, 251 Apache Street, Tavernier, Florida 33070.

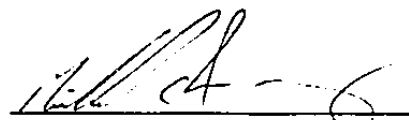
ARTICLE IX

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23 day of October, 1996.

Witnesses:


Printed Name of Witness
BL SNYDER
Printed Name of Witness


MICHAEL C. IVEY, Incorporator

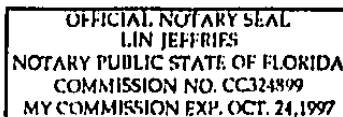
STATE OF FLORIDA

COUNTY OF MONROE

BEFORE ME, the undersigned authority, personally appeared MICHAEL C. IVEY,
() who is personally known to me or, (☒) who produced FL Drivers lic as
identification, to be the person described in and who subscribed the above Articles of
Incorporation, and he did freely and voluntarily acknowledge before me according to law
that he made and subscribed the same for the uses and purposes therein mentioned and set
forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami,
Monroe County, Florida, this 23 day of October, 1996.

NOTARY PUBLIC:



Sign: Lin Jeffries

Print: Lin Jeffries

State of Florida at Large

My Commission Expires: 10/24/97

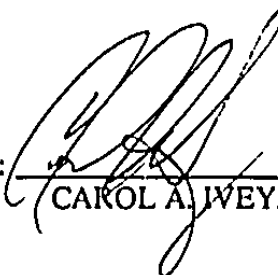
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND ACCEPTANCE**

In compliance with the laws of Florida, the following is submitted:

That ISLAND VENTURES, INC., desiring to incorporate under the laws of the State of Florida has named Carol A. Ivey with an address of 251 Apache Street, Tavernier, Florida, 33070, County of Monroe, State of Florida, as its statutory Registered Agent.

Having been named 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 provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.0501(3), Florida Statutes.

Dated this 23 day of October, 1996.

By: 

CAROL A. IVEY, Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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