

TRANSMITTAL LETTER

500002095895--U
-02/24/97--01121--011
*****70.00 *****70.00

(proposed corporate name)

\$35.00 filing fee
35.00 registered agent fee
 \$70.00

Properties of Key Largo, Inc.
Name (printed or typed)
1025 Dove Road
Address
Key Largo, FL 33037
City, State, & Zip
(305) 853 5799
Telephone Number

FILED
SECRETARY OF STATE
CORPORATIONS
97 FEB 24 PM 1:16

Note: Please provide the original and one copy of the Articles.

C/3/3/p/1

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 24 PM 1:16

Properties of Key Largo INC

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Properties of Key Largo, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1025 Dove Road
Key Largo FL 33037

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Melodie Roe
1025 Dove Road
Key Largo, FL 33037

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

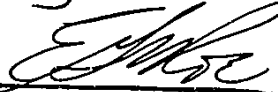
Melodie Roe
1025 Dove Road
Key Largo FL 33037

E. Glen Roe
7203 Shenrock DR
Indianapolis IN 46217

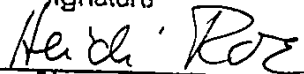
Heidi Roe
7203 Shenrock DR
Indianapolis IN 46217

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

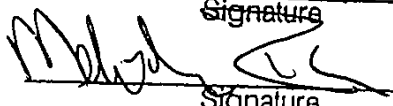
13th day of February 19 97.



Signature



Signature



Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Properties of Key Largo INC

2. The name and address of the registered agent and office is:

Melodie Roe

(NAME)

1025 Dove Road

(P.O. BOX NOT ACCEPTABLE)

Key Largo, FL 33037

(CITY/STATE/ZIP)

FILED STATE
SECRETARY OF CORPORATIONS
97 FEB 24 PM 1:16

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Melodie Roe

DATE

2/13/97