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Title & Title

Attorneys and Counselors at Law
 Post Office Box 535
 Tavernier, Florida 33070

City/State/Zip

Phone #

FILED
 97 MAY 27 PM 2:19
 TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W97-200

MAY 28 1997

Examiner's Initials	
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ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME. The name of the Corporation is:

Best Parts of the Florida Keys, Inc.

ARTICLE II. DURATION. The duration of the corporation is perpetual.

ARTICLE III. NATURE OF BUSINESS. The general nature of the business to be transacted by this corporation is to manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

ARTICLE IV. CAPITAL STOCK. The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall have a par value of \$1.00 each.

ARTICLE V. REGISTERED OFFICE, PRINCIPAL OFFICE AND AGENT. The street and mailing address for the initial registered agent and principal office of the corporation is 108150 Overseas Highway, Key Largo, Fl 33037, and the name of its initial registered agent at such address is Joel C. Hackney.

ARTICLE VI. BOARD OF DIRECTORS. The number of directors constituting the initial board of directors of the corporation are two (2). The names and addresses of the initial board of directors are:

Joel C. Hackney	50 S. Andros, Key Largo, FL 33037
Frederick W. Steinmann	58 Gordon Circle, Key Largo, FL 33037

ARTICLE VII. INCORPORATOR. The name and address of the incorporator is:

Joel C. Hackney	50 S. Andros, Key Largo, Fl 33037
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Executed by the undersigned at Tavernier, Florida on April 29, 1997.



Joel C. Hackney

STATE OF FLORIDA

COUNTY OF MONROE

I hereby certify that on this date, before me a Notary Public authorized in the State and County named above to take acknowledgments, personally appeared Joel C. Hackney, who after being duly sworn deposes and states that he/she is the individual who executed the foregoing Articles of Incorporation and that he/she executed the same freely and voluntarily for the uses and purposes therein expressed, and is personally known or produced _____, as identification.

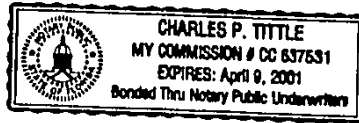
Witness my hand and official seal in the State and County last aforesaid on April 29, 1997.



Notary Public

My commission expires:

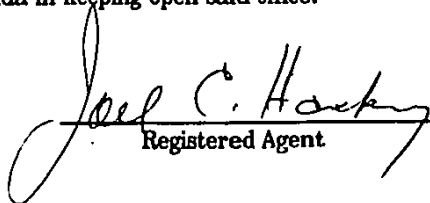
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STATE OF FLORIDA
TALLAHASSEE

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service for **Best Parts of the Florida Keys, Inc.**, at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.



Registered Agent