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Tittle &	Tittle Counselors at Law	97
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City/State/Z	Zip Phone #	Office Use Only (BER(S), (if known):
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NEW FILINGS	AMENDMENTS	
Profit	Amendment	1000021913214 -05/27/9701065002
NonProfit	Resignation of R.A., Officer/Dir	*************************************
Limited Liability	Change of Registered Agent	
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OTHER FILINGS Annual Report	REGISTRATION/	W
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	Reinstatement	MAY 2 8 1997
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CR2E031(1/95)

Examiner's Initials

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

Executed by the undersigned at Tavernier, Florida on April 29, 1997.

Joel C. Hackney

STATE OF FLORIDA

COUNTY OF MONROE

My commission expires:

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.

CHARLES P. TITTLE
MY COMMISSION # CC 637531
EXPIRES: April 9, 2001

EXPIRES: April 9, 2001 Bonded Thru Notary Public Underwriters

Notary Public

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.