

LAW OFFICES
of
KARLEEN A. GRANT

P9800000 8761

January 23, 1998

Documents Examiner
New Filings Section
Division of Corporations
Department of State
409 East Gaines St.
Tallahassee, FL 32399

700002411897--1
01/26/98--01095--018
*****70.00 *****70.00

Via Federal Express: 803740534392

RE: FLORIDA KEYS WHOLESALERS, INC.

Dear Sir or Madame:

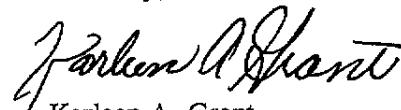
Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced company. Please file the original, time-stamp the copy, and return the time-stamped copy in the provided Federal Express envelope, tracking number: 803740534407, to the undersigned.

I am also enclosing a check in the amount of \$70.00 to cover the following:

Filing Fee:	\$35.00
Registered Agent Designation:	\$35.00

Thank you for your cooperation in this matter.

Sincerely,


Karleen A. Grant

ENCLOSURES

FILED
98 JAN 26 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 1-28-98

FILED

98 JAN 26 PM 12:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
FLORIDA KEYS WHOLESALERS, INC.

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, being a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

FIRST: The name of this corporation shall be **FLORIDA KEYS WHOLESALERS, INC.**

SECOND: This corporation may engage in any activity or business permitted under the laws of the United States and under the State of Florida, and this corporation is authorized to conduct all such activities and business in the corporate name.

THIRD: The maximum shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, each having a par value of One Dollar (\$1.00) per share.

FOURTH: The name and address of the undersigned subscriber to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
CAROLYN A. BLACKWELL	48 KEY HAVEN ROAD Key West, Florida 33040

FIFTH: The above named subscriber, address as indicated, shall be the director of this corporation until her successor is elected. This corporation shall have not less than one (1) nor more than five (5) directors.

SIXTH: The street address of the initial registered office of this corporation is 604 Whitehead Street, Key West, Florida 33040, and the name of its Registered Agent at such address is KARLEEN A. GRANT.

SEVENTH: The principal office of the corporation shall be 601 Fleming Street, Key West, Florida 33040.

EIGHTH: The duration of the corporation is perpetual.

NINTH: These Articles of Incorporation may be amended in the manner provided by Florida law.

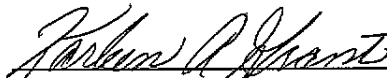
IN WITNESS WHEREOF, the undersigned has hereunto subscribed to these Articles of Incorporation, this 22 day of January, 1998.


CAROLYN A. BLACKWELL

STATE OF FLORIDA)
)
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this 22 day of January, 1998, by CAROLYN A. BLACKWELL, who is personally known to me or who produced _____, as identification.

My Commission Expires:


NOTARY PUBLIC - State of Florida

KARLEEN A. GRANT
Notary Public, State of Florida
My Comm. Expires Apr. 29, 1998
No. CC 366322
Bonded thru Official Notary Service

KARLEEN A. GRANT
Print Name:

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

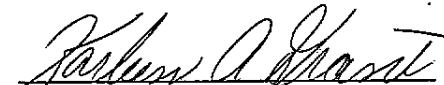
That **FLORIDA KEYS WHOLESALERS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Key West, County of Monroe, State of Florida, has named **KARLEEN A. GRANT**, whose address is 604 Whitehead Street, City of Key West, County of Monroe, State of Florida, as its Agent to accept service of process within this State.

DATED: January 22, 1998.


CAROLYN A. BLACKWELL

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I HEREBY ACCEPT to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


KARLEEN A. GRANT
Registered Agent

FILED
98 JAN 26 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA