

P98000022773

MARY E. EMANUEL
11152 MUSTANG ST.
BOCA RATON, FL 33428
(561) 487-9628
MARCH 4, 1998

FLORIDA DEPT. OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

100002450821-9
-03/09/98-01093--001
*****70.00 *****70.00

TO WHOM IT MAY CONCERN:

ENCLOSED ARE ARTICLES OF INCORPORATION I WOULD LIKE TO SUBMIT TO YOU TO BE FILED. I HAVE ENCLOSED A CHECK FOR \$70.00 TO COVER THE FILING FEE AND HAVE PROVIDED A UPS RETURN ENVELOPE AND LABEL TO BE BILLED TO ME FOR ANY RETURN CORRESPONDENCE. YOU ONLY NEED TO CALL 800-742-5877 AND THEY WILL PICK IT UP.

THE PROPOSED NAME OF THE CORPORATION I WISH TO FORM IS "KEY WEST TRADING COMPANY, INC.". PLEASE LET ME KNOW IF I AM MISSING ANYTHING.

SINCERELY,

Mary E. Emanuel

MARY E. EMANUEL

FILED
98 MAR -9 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 11 1998

**ARTICLES OF INCORPORATION OF
KEY WEST TRADING COMPANY, INC.**

THE UNDERSIGNED FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION IS KEY WEST TRADING COMPANY, INC.

ARTICLE TWO

THE PLACE OF BUSINESS AND MAILING ADDRESS FOR THE CORPORATION IS 11152 MUSTANG STREET, BOCA RATON, FL 33428.

ARTICLE THREE

THE AGGREGATE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS 100. SUCH SHARES WILL BE OF SINGLE CLASS, AND SHALL HAVE THE PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

ARTICLE FOUR

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 11152 MUSTANG STREET, BOCA RATON, FL 33428, AND THE NAME OF THE ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS, IS MARY E. EMANUEL.

Mary E. Emanuel DATED 3/14/98

ARTICLE FIVE

THE GENERAL PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

1. TO ENGAGE IN THE BUSINESS OF RETAIL SALES BY MANNER OF INTERNET SALES, MAIL ORDER, DIRECT MARKETING, AND POSSIBLE IMPORT AND EXPORT OF GOODS.
2. TO ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN, IN THE OPINION OF THE PRESIDENT OF THE CORPORATION, BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH OR AUXILIARY TO THE FOREGOING BUSINESS.
3. TO SUCH OTHER THINGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

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TALLAHASSEE, FLORIDA

ARTICLE SIX

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE SEVEN

THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

MARY E. EMANUEL 11152 MUSTANG ST., BOCA RATON, FL 33425

EXECUTED BY THE UNDERSIGNED ON 3/4/98

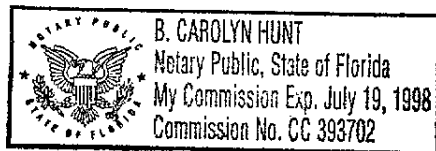
Mary E. Emanuel

Mary E. Emanuel President
PLD# E554-585-63-712-0

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, THE UNDERSIGNED AUTHORITY, ON THIS 4th march DAY OF 1998, PERSONALLY
APPEARED MARY E. EMANUEL TO ME WELL KNOWN TO BE THE PERSON DESCRIBED IN AND WHO
SIGNED THE FOREGOING, AND ACKNOWLEDGED TO ME THAT HE EXECUTED THE SAME FREELY
AND VOLUNTARILY FOR THE PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THE DATE AFORESAID.



B. Carolyn Hunt

NOTARY PUBLIC

MY COMMISSION EXPIRES July 19, 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA