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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

## KEYS RADIO CORP.

Certificate of Status	0
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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KEYS RADIO CORP.

We, the undersigned, with other persons being desirous of forming a corporation, under the Laws of the State of Florida, by and under the provisions of the Florida Statutes, providing for the formulation, liability, rights, privileges, and immunities of a Corporation for profit, state the following:

ARTICLE I.

The name of the corporation shall be:

**KEYS RADIO CORP.**

a for profit Corporation organized under *Chapter 607 Florida Statutes.*

ARTICLE II.

The address of the principal office of this corporation shall be:

22500 Pieces of Eight Road, Cudjoe Key, Florida 33042

and the mailing address of the corporation shall be:

P.O. Box 420249, Summerland Key, FL 33042

ARTICLE III.

The general purpose for which **KEYS RADIO CORP.**, is organized is:

To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida, or elsewhere, without restriction as to place or amount, and to have use, exercise and enjoyment of all of the general powers of like corporations.

*This document prepared by:  
Tracy J. Adams, P.A., Attorney at Law  
617 Whitehead Street, Key West, FL 33040  
(305) 296-0655 (Tel)/ FL Bar No. 0004390*

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To do any and/or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts named above.

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

The intention is that none of the objects and powers as herein above set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or interference from the terms of any other Articles but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

#### ARTICLE IV.

The total number of shares of stock which **KEYS RADIO CORP.** is authorized to issue is **ONE THOUSAND (1,000)** shares of common stock having no par value (\$0.00) per share.

#### ARTICLE V.

This Corporation is to exist perpetually.

#### ARTICLE VI.

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall

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never be less than one (1). The name and address of each initial Director of the Corporation is as follows:

Jerry Parrish, P.O. Box 420249, Summerland Key, FL 33042.

ARTICLE VII.

The name and address of the incorporator of these Articles is:

Jerry Parrish, P.O. Box 420249, Summerland Key, FL 33042.

ARTICLE VIII.

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE IX.

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, the full extent permitted by law including but not limited to *Florida Statutes §607.0850*, as amended from time to time.

ARTICLE X.

Stockholders of this Corporation may enter into such stockholders and trustee agreements as they may see fit wherein such stockholders may limit their voting rights by virtue of such stockholders and trustee agreements.

ARTICLE XI.

The amount of capital with which this Corporation shall commence business is Five Hundred Dollars (\$500.00).

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ARTICLE XII

IN WITNESS WHEREOF the undersigned subscribed have executed these Articles of Incorporation on this 2nd day of November, 1998.

[Signature]  
Witness:  
[Signature]  
Witness:

[Signature]  
Jerry Parrish

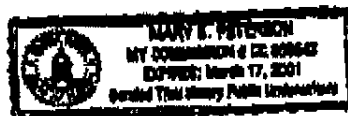
ACKNOWLEDGMENT

STATE OF FLORIDA )

COUNTY OF MONROE )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County of aforesaid to take acknowledgments, personally appeared Jerry Parrish, to me known to be the person described in and who executed the foregoing instrument and have acknowledged to me that they executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 2nd day of November, 1998.



[Signature]  
Notary Public  
My Commission No is:  
My Commission expires:

(SEAL)

ARTICLE XIII

The street address of the initial registered office of the corporation shall be 22500 Pieces of

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Eight Road, Cudjoe Key, Florida 33042 the name of the initial registered agent of the corporation at that address is Jerry Parrish.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Jerry Parrish, whose address is 22500 Pieces of Eight Road, Cudjoe Key, Florida 33042, and the name of the initial registered agent of the corporation at that address, having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of position of Registered Agent under Florida Statutes, and consents to service of process which shall be sufficient to bind said Corporation.

*Jerry Parrish*  
Jerry Parrish

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ACKNOWLEDGMENT**

STATE OF FLORIDA }

COUNTY OF MONROE }

I hereby certify that on this date before me, Mary E. Peterson, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared Jerry Parrish, [known to me to be or who proved to my satisfaction that he is] the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the instrument.

Sworn to and subscribed before me on this 2nd day of November, 1998.



Name: Mary E. Peterson  
Notary Public in and for the State of Florida  
My commission expires on \_\_\_\_\_

[Seal]

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