TELEPHONE (305) 294-0930

TELEFAX (305) 294-7353

November 10, 1998

KEY WEST, FLORIDA 33040

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

300002685963---4 -11/12/98--01073--010 *****78.75 ******78.75

RE: Key Venture, I, Inc.

Dear Sir or Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above referenced corporation, along with a check in the amount of \$78.75 to cover the cost of filing and a certified copy of the same. Please return a certified copy to this office at your earliest convenience.

Sincerely,

Francis H. Muldoon, Jr.

Rue a. Burus

FHM/rb

Enclosures

ARTICLES OF INCORPORATION

OF

KEY VENTURE I, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts, the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is:

KEY VENTURE I, INC.

SECOND. The period of duration is perpetual.

THIRD: The purpose is to engage in any activities or business permitted under the laws of the United States

and Florida.

FOURTH: The aggregate number of shares that the corporation shall have the authority to issue is 100 shares

of Common Stock with a par value of \$5.00 (or no par value) per share.

FIFTH: The address of its initial Registered Office is:

> 19533 MAYAN STREET SUGARLOAF KEY, FLORIDA 33042

the principal address is the same as the Registered Office, and the name of its initial Registered Agent at said address is:

JEFFREY W. BURNS

SIXTH: The initial Officers consist of one (1) member, who need not be residents of the State of Florida or

shareholders of the corporation.

The names and addresses of the persons who shall serve as officers is as follows: SEVENTH:

JEFFREY W. BURNS - PRESIDENT

19533 MAYAN STREET, SUGARLOAF KEY, FLORIDA 33042

EIGHTH: The name and address of the Incorporator is:

> JEFFREY W. BURNS 19355 MAYAN STREET

SUGARLOAF KEY, FLORIDA 33040

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed these Articles of Incorporation at Key West, Florida, on the $\bot O^{\mu}$ day of November, 1998.

W. BURNS - Incorporator

STATE OF FLORIDA COUNTY OF MONROE

| BEFORE ME, the undersigned authority, personally appeared Jeffrey W. Burns who |
|--|
| produced MUADIVE 125 ID as identification and who subscribed the above and |
| foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me, according to the |
| law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth. |
| IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Key West, in said County and |
| State this 10 H day of November, 1998. |
| NOTARY PUBLIC |
| (SEAL) * * * * * * * * * * * * * * * * * * * |
| #CC 704423 #CC 704423 # MAR GERY AWEST |

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR ACCEPTING SERVICE OF PROCESS WITHIN THE STATE

Pursuant to Chapter 48.091 Florida Statutes, the following is submitted:

That KEY VENTURE I, INC., is desiring to incorporate under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation, at 19533 Mayan Street, Sugarloaf Key, Florida 33042 has named Jeffrey W. Burns, Registered Agent at such address to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the address designated in the certificate, I hereby accept to act in this capacity and to comply with provisions of Chapter 18.091 Florida Statutes, relative to keeping open said office.

Jeffrey W. Burns - Registered Agent