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TRANSMITTAL LETTER

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

700002686637-9
-11/13/98-01025-002-9
****122.50 *****78.75

SUBJECT: REGENCY KEY, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50, in payment of the required filing fees, and a certified copy.

FROM: ARLENE D. JENNINGS

8971 SUNSET DRIVE, SUITE #132

MIAMI, FL 33173-3406

(305) 595-9510

FILED
98 NOV 13 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

89/11/11
[Handwritten signature]

ARTICLES OF INCORPORATION

OF

REGENCY KEY, INC.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

ARTICLE I- NAME OF CORPORATION

THE NAME OF THE CORPORATION SHALL BE **REGENCY KEY, INC.**

ARTICLE II- PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

**8971 SUNSET DRIVE, SUITE #132
MIAMI, FL 33173-3406**

ARTICLE III- DURATION

THIS CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE IV- NATURE OF BUSINESS

THE PURPOSE OF THIS CORPORATION IS TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAW OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE V- CAPITAL STOCK

THE CORPORATION IS AUTHORIZED TO ISSUE TEN THOUSAND (10,000) SHARES OF COMMON STOCK HAVING A NOMINAL OR PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE. THE CONSIDERATION TO BE PAID FOR EACH SHARE OF STOCK SHALL BE FIXED BY THE BOARD OF DIRECTORS.

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ARTICLE VI- INITIAL REGISTERED AGENT

THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS AS FOLLOWS:

ARLENE D. JENNINGS

8971 SUNSET DRIVE, SUITE #132

MIAMI, FL 33173-3406

ARTICLE VII- INITIAL DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DECREASED FROM TIME TO TIME IN BY-LAWS ADOPTED BY THE CORPORATION IN THE MANNER PROVIDED BY LAW, BUT SHALL NEVER BE LESS THAN ONE.

THE NAME AND ADDRESS OF THE INITIAL DIRECTORS AND OFFICERS ARE AS FOLLOWS:

<u>NAMES AND ADDRESSES</u>	<u>OFFICE</u>
ARLENE D. JENNINGS 12900 LERIDA STREET CORAL GABLES, FL 33156	PRESIDENT, DIRECTOR
JONATHAN S. JENNINGS 12900 LERIDA STREET CORAL GABLES, FL 33156	SECRETARY, TREASURER, DIRECTOR

ARTICLE VIII- INCORPORATORS

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THIS ARTICLES OF INCORPORATION IS:

ARLENE D. JENNINGS

12900 LERIDA STREET

CORAL GABLES, FL 33156

ARTICLE IX- AMENDMENT OF ARTICLES

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION IN THE STATE OF FLORIDA, THIS 6TH DAY OF NOVEMBER, 1998.



INCORPORATOR

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

REGENCY KEY, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

ARLENE D. JENNINGS

8971 SUNSET DRIVE, SUITE #132

MIAMI, FL 33173-3406

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


(SIGNATURE)

11-6-98
(DATE)

