

P990000001917

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

B Key 2, inc.

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-01/07/99-01075-005
*****70.00 *****70.00

99 JAN -7 PM 3:40
FILED
TALLAHASSEE, FLORIDA
CLERK OF CIRCUIT COURT

- ☒ Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- ☒ Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

1/7/99 12:48

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
99 JAN -7 PM 3:40

ARTICLES OF INCORPORATION

The following shall constitute the Articles of Incorporation organizing a corporation under the laws of the State of Florida.

Article One

The name of the Corporation shall be: B KEY Z, INC.

Article Two

The duration of this Corporation is perpetual. The corporate existence of this Corporation shall commence on the date these Articles of Incorporation are filed.

Article Three

The general purpose for which this Corporation is initially organized is: To own and operate a retail sales and service business, and or other related services business. To buy, sell, lease, mortgage or otherwise deal in real or personal property.

Article Four

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock, with a par value of \$1.00 per share.

Article Five

The stockholders of this Corporation shall not be accorded any preemptive rights to subscribe for additional shares of the capital stock of this Corporation.

Article Six

The principal/initial registered office of this Corporation shall be located at: 125 Normandy Drive, Tavernier, Florida, 33070, which is the business office of Nathalie Delhaes, who, by the execution of these Articles of Incorporation, accepts such appointment as Registered Agent. The principal/initial business location shall be: c/o Holiday Isle, 84001 Overseas Highway, Islamorada, FL 33036.

Article Seven

The initial Board of Directors shall consist of 1 person whose name and address is: Nathalie Delhaes, 125 Normandy Drive, Tavernier, Florida, 33070.

The number of Directors of this Corporation shall be fixed by the By-Laws.

Article Eight

The name and business address of the incorporator of this Corporation is: Nathalie Delhaes, 125 Normandy Drive, Tavernier, Florida, 33070.

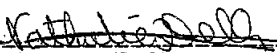
Article Nine

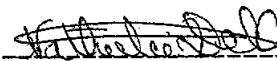
The Corporation shall indemnify any and all of its directors or officers or former directors or officers, or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock, or of which it is creditor against the expenses actually and necessarily incurred by them, in connection with the defense of any action, suit or proceedings, in which they or any of them are made parties, or a party by reason of being or having been directors or officers, or a director or officer of the Corporation, or of such other corporation, except in relation to matters as to which any such director or officer, or former director or officer or person, shall be adjudged in such action, suit or proceedings, to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreements, vote of stockholders, Chapter 607, Florida Statutes, or otherwise.

Article Ten

No contract or other transaction between the Corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the Corporation is or are interested in, or is a director or officer or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract or transaction of the Corporation or in which the Corporation is interested. No contract, act or transaction of the Corporation with any person or persons, firm or corporation in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the Corporation is party or are parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation. Each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he also is a director of such subsidiary or controlled company.

The undersigned hereby make, subscribe, acknowledge and file these Articles of Incorporation, this 17th day of JANUARY, 1999.


Nathalie Delhaes
Incorporator


Nathalie Delhaes
As Registered Agent