



THE UNITED STATES  
CORPORATION  
COMPANY

P99000037705

99 APR 26 PM 3:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 216310 126174A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia P...*

ORDER DATE : April 23, 1999

ORDER TIME : 12:24 PM

ORDER NO. : 216310-005

CUSTOMER NO: 126174A

CUSTOMER: Marci L. Rose, Esq  
MARCI L. ROSE, ESQ  
MARCI L. ROSE, ESQ  
818 White Street

Key West, FL 33040

700002852317--6

RECEIVED

99 APR 26 PM 3:12

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: WALKER KEY WEST PROPERTIES  
TWO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

*PH 4/26/99* ✓

ARTICLES OF INCORPORATION  
OF

WALKER KEY WEST PROPERTIES TWO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WALKER KEY WEST PROPERTIES TWO, INC.

The address of the principal office of this corporation shall be 422 Fleming Street, Key West, Florida 33040, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

FILED  
99 APR 26 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 818 White Street, Key West, Florida 33040, and the name of the initial registered agent of the corporation at that address is Marci L. Rose.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

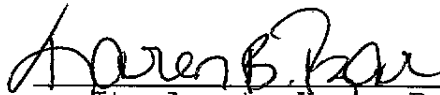
Douglas G. Walker	422 Fleming Street
Pres./Treas./Dir.	Key West, Florida 33040
Eleanor Lynn Wilkins	422 Fleming Street
Vice Pres./Sec.	Key West, Florida 33040

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on April 26, 1999.



Its Agent, Karen B. Rozar

rwm

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is: WALKER KEY WEST PROPERTIES TWO, INC.

2. The name and address of the registered agent and office is:

MARCI L. ROSE, Attorney@LAW  
(NAME)  
818 White Street  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)  
Key West, Florida 33040  
(CITY/STATE/ZIP)

*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.*

*Marci L. Rose*  
(SIGNATURE)

4/23/99  
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32311

FILED  
99 APR 26 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA