



THE UNITED STATES
CORPORATION
COMPANY

P99000045393

ACCOUNT NO. : 072100000032

REFERENCE : 240547 4303929

AUTHORIZATION : *Patricia Pizut*

COST LIMIT : \$ 78.75

FILED
99 MAY 14 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 14, 1999

ORDER TIME : 11:57 AM

ORDER NO. : 240547-005

CUSTOMER NO: 4303929

500002876075-14

CUSTOMER: Ms. Cinzia Nicoloso
GREENBERG TRAUIG
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1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: KEY ENTERPRISE CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

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W99-11411

Handwritten signature/initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 14, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: KEY ENTERPRISE CORPORATION
Ref. Number: W99000011411

We have received your document for KEY ENTERPRISE CORPORATION .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

The name designated in your document is unavailable since it is the same as, or
it is not distinguishable from the name of an existing entity. Simply adding "of
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Document Specialist

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ARTICLES OF INCORPORATION
OF

KB ISLAND ENTERPRISE, INC.

FILED
99 MAY 14 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is KB ISLAND ENTERPRISE, INC. (hereinafter called the "Corporation").

ARTICLE II

The initial address of the principal office and the mailing address of the Corporation is 7095 S.W. 47th Street, Miami, Florida 33155.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 0.01	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until a successor is duly elected and qualified is:

Edgar Caorsi
7095 S.W. 47th Street
Miami, Florida 33155

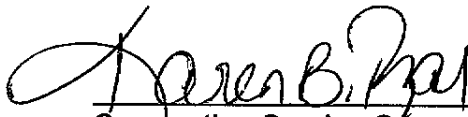
ARTICLE VII

The name of the Incorporator is Corporation Service Company and the address of the Incorporator is 1201 Hays Street, City of Tallahassee, Florida 32301.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 14 day of May, 1999.



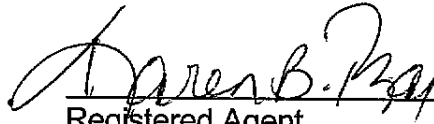
Corporation Service Company
Incorporator

Karen B. Rozar, Asst. Sec.
Corporation Service Company

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of KB ISLAND ENTERPRISE, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Corporation Service Company



Registered Agent

Dated: May 14, 1999

Karen B. Rozar, Ass~~t~~. Sec.
Corporation Service Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA