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LEROY ALLEN (1902-1975)

L. ROBERT FRANK (1924-1989)

JOHN R. TRINKLE, JR. (1928-1991)

GARY M. WITTERS (1931-1998)

AUTOMATIC TELECOPIER
(813) 229-6682

June 21, 1999

Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, Florida 32399

700002913017--9
-06/23/99-01037-015
****122.50 *****78.75

Re: Cayo Loco, Inc.

Dear Sir/Madam:

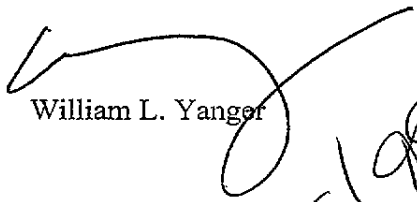
Crazy Keys, Inc.

Enclosed please find for filing an Acknowledgment, The Articles of Incorporation of Cayo Loco, Inc. and Acceptance of Register Agent. I have also enclosed a check made payable to the Secretary of State in the sum of \$122.50 to cover the cost of your filing fees.

Thank you for your attention to this matter. Should you have any questions or require anything further, please do not hesitate to contact this office. Please forward at your earliest convenience an appropriate acknowledgment regarding the successful formation of Cayo Loco, Inc. as a corporation in the state of Florida.

Thank you for your attention to this matter.

Sincerely,


William L. Yanger

WLY/ym
Enclosures

FILED
99 JUN 23 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/25/99
WLY

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be CAYO LOCO, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 1153 34th Avenue North #1, St. Petersburg, Florida 33704

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent of this corporation is Karen MacNeill, 1153 34th Avenue North #1, St. Petersburg, Florida 33704

ARTICLE V

INCORPORATOR

The name and address of the initial incorporator is Karen MacNeill, 1153 34th Avenue North #1, St. Petersburg, Florida 33704

The undersigned incorporator has executed these Articles of Incorporation this 18th day of June 1999.


Karen MacNeill, Incorporator

99 JUN 23 AM 10:38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT**

Pursuant to the provisions of FS §617.0501, 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 **CAYO LOCO, INC.**
2. The name and address of the registered agent is:

**Karen MacNeill
1153 34th Avenue North #1
St. Petersburg, Florida 33704**

Having been named as the registered agent 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.



Karen MacNeill

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA