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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

KEY LARGO CONSTRUCTION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

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(1)

ARTICLES OF INCORPORATION**OF****KEY LARGO CONSTRUCTION, INC.**

I, the undersigned, being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of the State of Florida authorizing the formation of Corporations.

ARTICLE I

The name of the Corporation shall be:

KEY LARGO CONSTRUCTION, INC.**ARTICLE II**

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

A. Engage in the construction new buildings and developments and/or renovating of existing properties for either the general business sector or for private homeowners and to do all things and matters necessary and appertaining thereto, and further enabling this Corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida;

John Johnson
225 Goolsby Blvd
Deerfield Beach, FL 33442
(954) 725-8737

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B. To conduct all types of business and operations; to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States;

C. To engage in, render or carry on, any service or other business as principal or agent, with powers to let contract for any such service or product; and to make and carry out contracts of every kind and nature that may be conductive to the accomplishment of any purposes of this Corporation;

D. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conductive to expedient for the benefit or protection of the Corporation, either as holders of, or interested in any property, or otherwise;

E. To exercise all of the powers which are now or may hereafter be conferred upon Corporations generally by the laws of the State of Florida;

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H99000030357**ARTICLE III**

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

One thousand (1000) shares having \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually unless sooner
dissolved according to law;

ARTICLE V

The number of Directors of this Corporation shall be
not less than one (1) nor more than five (5), and the
initial Board of Directors of this Corporation shall be
comprised of one Incorporator, **ROBERT H. ELSEMILLER, JR.**
5220 N.W. 77TH COURT POMPANO BEACH, FL 33073

ARTICLE VI

The address of the registered office of this
Corporation shall be and the principal office shall be
the same:

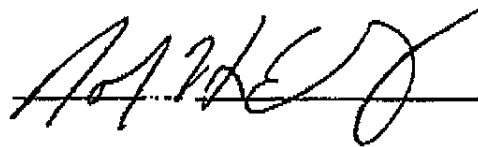
5220 N.W. 77TH COURT POMPANO BEACH, FL 33073

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H99000030357**ARTICLE VII**

The Corporation has designated as its Registered Agent, **ROBERT H. ELSEMILLER, JR.** who is a resident of the State of Florida, and whose business office is the same as that of the registered office.

IN WITNESS WHEREOF, I, the undersigned being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a Corporation pursuant to the Corporation law of the State of Florida, make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunto set my hand and seal this . **24TH** day of **NOVEMBER** , 1999 at **DEERFIELD BEACH** Broward County, Florida.


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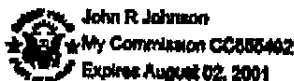
STATE OF FLORIDA)
) ss.:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared **ROBERT H. ELSEMILLER, JR.** to me well known and known to me to be the person described in and who executed the foregoing Certificate of Incorporation and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at **Deerfield Beach**, Broward County, Florida this **24TH** day of **NOVEMBER**, 1999.


NOTARY PUBLIC

My commission Expires:

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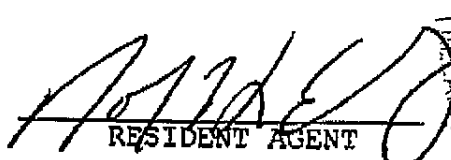
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That **KEY LARGO CONSTRUCTION, INC.**,
desiring to organize under the laws of the State of Florida
with its principal offices as indicated in the Articles of
Incorporation, in the City of **POMPANO BEACH**, County of
BROWARD, State of Florida, named **ROBERT H. ELSEMILLER, JR**
located at **5220 N.W. 77TH COURT POMPANO BEACH, FL**, as
its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the
above stated Corporation, at the place designated in this
Certificate, I hereby accept to act in this Capacity, and
agree to comply with the provisions of said Act relative to
keeping open said office.


RESIDENT AGENT
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