

P9600008849
THE COMPANY CORPORATION
111 N. Market Street • Wilmington Delaware 19801-1151 • Telephone (302) 575-1340 • Fax (302) 575-1346

96 OCT 25 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 21, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/25/96--01100--012
*****70.00 *****70.00

RE: Keystar Development Company Inc.
P29304P. HEN

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Keystar Development Company Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

R. Cephas
Regina Cephas
Vice President

enc.

TH
10-28-96

ARTICLES OF INCORPORATION
OF
KEYSTAR DEVELOPMENT COMPANY INC

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TALLAHASSEE, FLORIDA

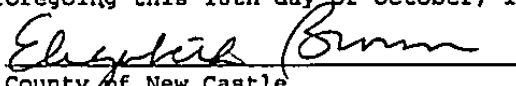
The undersigned natural person(s), of the age of 21 or more, acting as incorporator(s) under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be Keystar Development Company Inc.
- SECOND: The address initial registered office of the corporation is 200- A John Knox Road, Tallahassee, FL 32303-6643. The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 608 Elizabeth Street, Key West, FL 33040.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 1,000 shares at .0100 par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

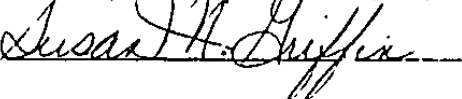
Franklin S. Henson- 608 Elizabeth St., Key West, FL 33040.
- SEVENTH: The duration of this corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
Elizabeth Brown 1313 N. Market St., Wilmington DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 18th day of October, 1996.

State of Delaware


County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 18th day of October, 1996 by Elizabeth Brown.



SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000
Notary Public

This document was prepared by, Elizabeth Brown, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted

First, this KEYSTAR DEVELOPMENT COMPANY INC desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Key West, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Larry Wolfe

October 18th, 1996
Date

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