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HUGH J. MORGAN
JAMES T. HENDRICK
KAREN K. CABANAS
JEDDE V. REGANTE

LAW OFFICES
MORGAN & HENDRICK
317 WHITEHEAD STREET
KEY WEST, FLORIDA

W. CURRY HARRIS
(1907-1988)
HILARY U. ALBURY
(1920-1999)

November 1, 1999

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

800003035298--5
-11/04/99--01072--001
*****70.00 *****70.00

**Re: Articles of Incorporation
Lynly, Inc.**

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for Lynly, Inc. to be filed in the records of the Division of Corporations. Also enclosed please find a check in the amount of \$70.00 for the applicable filing fee.

Finally, enclosed please find an addressed, stamped envelope for your convenience in returning the receipt for filing to me. Contact me at (305) 296-5676 if you should have any questions regarding this request.

Thanking you in advance for your kind attention to this matter.

Sincerely,

Esther Del Toro
Paralegal

Enclosures

FILED
1999 NOV -4 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1999 NOV -4 AM 11: 06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

LYNLY, INC.

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation, being natural persons competent to contract, hereby form this corporation under the laws of the State of Florida.

FIRST: The name of this corporation shall be LYNLY, INC.

SECOND: This corporation may engage in any activity or business permitted under the laws of the United States and under the State of Florida, and this corporation is authorized to conduct all such activities and business in the corporate name.

THIRD: The maximum shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of voting common stock, each share having a par value of One Dollar (\$1.00).

FOURTH: The name and address of the undersigned subscriber to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lynly A. Curry	1201 19 th Terrace Key West, Florida 33040

FIFTH: This corporation shall have not less than one (1) nor more than seven (7) directors.

The initial directors, who shall serve until the shareholders elect successor director or directors, are:

<u>NAME</u>	<u>ADDRESS</u>
Lynly A. Curry	1201 19 th Terrace Key West, Florida 33040

SIXTH: The street address of the initial registered office of this corporation is 317 Whitehead Street, Key West, Florida 33040, and the name of its Registered Agent at such address is Hugh J. Morgan, Esq.

SEVENTH: The principal office of the corporation shall be 906C Kennedy Drive, Key West, Florida 33040. The mailing address of the corporation shall be 1201 19th Terrace, Key West, Florida 33040.

EIGHTH: The duration of the corporation is perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

NINTH: These Articles of Incorporation may be amended in the manner provided by Florida law.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed to these Articles of Incorporation, this 8th day of October, 1999.

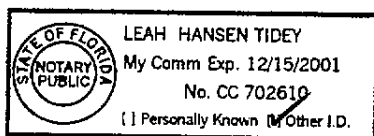
Lynly A. Curry
LYNLY A. CURRY

STATE OF FLORIDA)
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this 8th day of October, 1999, by Lynly A. Curry, who is personally known to me OR who produced driver's license as identification.

My Commission Expires:

Leah Hansen Tidey
NOTARY PUBLIC - State of Florida



FILED

1999 NOV -4 AM 11: 06

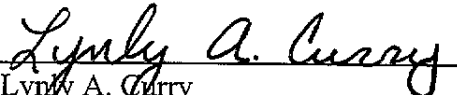
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said Act:


FIRST: That LYNLY, INC., desiring to organize under the laws of the State of Florida, with
its principal office, as indicated in the Articles of Incorporation, at 906C Kennedy Drive, County of
Monroe, State of Florida, has named Hugh J. Morgan whose address is 317 Whitehead Street, City
of Key West, County of Monroe, State of Florida, as its Agent to accept service of process within
this State.

DATED: October, 31st, 1999.


Lynly A. Curry

ACKNOWLEDGMENT

Having been named to accept service of process for the above state 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.


Hugh J. Morgan
Registered Agent