

P99000018694



ACCOUNT NO. : 072100000032

REFERENCE : 147149 7135588

AUTHORIZATION :

Patricia Pizote

COST LIMIT : \$ 78.75

ORDER DATE : February 24, 1999

ORDER TIME : 4:03 PM

ORDER NO. : 147149-005

CUSTOMER NO: 7135588

100002786561--6

RECEIVED
99 FEB 24 4 58 PM '99
DIVISION OF CORPORATIONS

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN, P.A.
THERREL BAISDEN, P.A.
Suntrust International Center
One S.e. 3rd Ave. Suite 2400
Miami, FL 33131

DOMESTIC FILING

NAME: CAYS INTERNATIONAL, INC.

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: Maria Stephens

EXAMINER'S INITIALS:

*W25
W99-4746*

*W
2/26/99*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 21 PM 12:49



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 24 PM 12:49

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 25, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CAYS INTERNATIONAL, INC.
Ref. Number: W99000004746

RESUBMIT

Please give original
submission date as file date.

We have received your document for CAYS INTERNATIONAL, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 199A00008786

2/26/99.

Claretha:

per our conversation earlier, please accept the effective date of 2/17/99. Due to Fedex planes not being able to land on 2/24/99 in the morning because of fog. I really appreciate your help.

Thank you.
Cindy Harris

EFFECTIVE DATE

2/17/99

ARTICLES OF INCORPORATION
OF
CAYS INTERNATIONAL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 24 PM 12:49

ARTICLE I

Name

The name of the corporation is **CAYS INTERNATIONAL, INC.**

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 17TH day of February, 1999.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office and registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Nicholas M. Daniels, Esq.

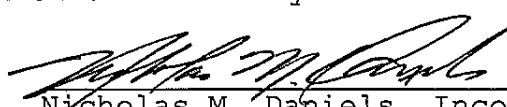
ARTICLE VI
Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Fiore A. Crispo, 2089 North Powerline Road, Pompano Beach, Florida 33069 and Pamela Crispo, 2089 North Powerline Road, Pompano Beach, Florida 33069.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Nicholas M. Daniels, Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 17th day of February, 1999.




Nicholas M. Daniels, Incorporator

STATE OF FLORIDA:

SS:

COUNTY OF DADE:

The foregoing instrument was acknowledged before me this 17th day of February, 1999, by Nicholas M. Daniels, who is personally known to me ~~or who has produced~~ as identification.

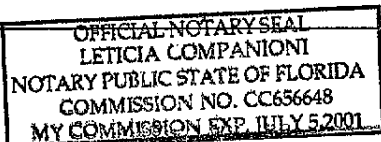


Notary Public, State of Florida
at Large

Leticia Companioni

Type/Print/or Stamp Name of Notary

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 24 PM 12:49

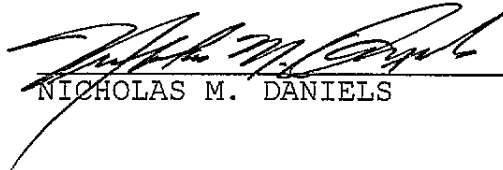
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

CAYS INTERNATIONAL, INC.

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

First--that **CAYS INTERNATIONAL, INC.**, desiring to organize under the laws of the State of Florida with its principal office at: c/o Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, has named Nicholas M. Daniels, Esq., located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

Having been named to accept service of process for 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 provision of said Act relative to keeping open said office.



NICHOLAS M. DANIELS

W:\Crispo\CORP\Articles Inc.wpd