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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-03/16/98--01117--003
****131.25 ****131.25

SUBJECT: CAROLINA & Company, Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

YUCELIN S. RAMIREZ
Name (printed or typed)

5651 SW 88 AVE.
Address

MIAMI FLORIDA 33173
City, State & Zip

(305) 643-4233

GAVE Daytime Telephone number

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DOC. EXAM.

Reading art, design.

3/20/98

Y.A.

798AC0014562

Y.A. - 3/20/98

NOTE: Please provide the original and one copy of the articles.

98 MAR 16 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

OF

CAROLINA & COMPANY, INC.

ARTICLE I - NAME

AND PRINCIPAL CORPORATE ADDRESS

The name of this Corporation is:

CAROLINA & COMPANY, INC.

The principal corporate address of this Corporation is:
5651 SW 88th Avenue, Miami, Florida 33173

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 100 shares of common stock. The whole or any part of the authorized shares of the Corporation may be issue for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the value of the stock so to be issued.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

5651 SW 88th Avenue, Miami, Florida 33173.

The name of the initial registered agent of this Corporation at that address shall be: Yucelin S. Ramirez.

ARTICLE VI
DIRECTORS NAMES AND STREET ADDRESSES

The names and street addresses of the members of the First Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

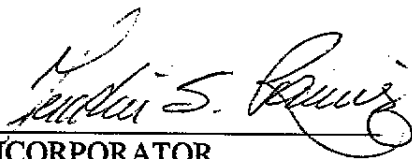
<u>POSITION</u>	<u>NAME</u>	<u>STREET ADDRESS</u>
President:	Yucelin S. Ramirez	5651 SW 88th Ave Miami, Florida 33173
Secretary:	Yucelin S. Ramirez	5651 SW 88th Ave Miami, Florida 33173

ARTICLE VII
INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Yucelin S. Ramirez	5651 SW 88th Ave Miami, Florida 33173

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of MARCH, 1998.

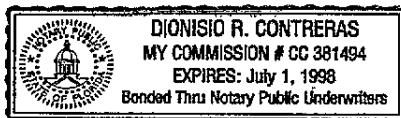

INCORPORATOR

BEFORE ME personally appeared Yucelin S. Ramirez to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who freely and voluntarily acknowledge before me according to law that she made and executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 12 day of MARCH, 1998.


NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, CAROLINA & COMPANY, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 5651 SW 88th Ave, Miami, Florida 33173 has named Yucelin S. Ramirez located thereat as its registered agent to accept service of process within this State.

By: Yucelin S. Ramirez
INCORPORATOR

Having been named as registered agent to accept service of process for the above stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: Yucelin S. Ramirez
REGISTERED AGENT

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98 MAR 16 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA