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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD
4/7

Wayne Redwood
27212 Foamflower Blvd
Wesley Chapel, FL 33544
813-435-3076

4/3/2006

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

RE: Re-submittal of, Articles of Incorporation, for
Caribbean American Chamber of Commerce of Tampa Bay, Inc.

Dear Sir or Madam:

Please file the following articles for the referenced entity. I have enclosed a check for \$87.50 which represents filing fees, registered agent fee, certified copy fee and a fee for a certificate.

Sincerely,



Wayne Redwood

Articles of Incorporation

FILED

In compliance with Chapter 617 F.S. (Not for profit) 06 APR -5 PM 4:14

Of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Caribbean American Chamber of Commerce of Tampa Bay, Inc.

ARTICLE I

Name and Duration

The name of the Corporation is Caribbean American Chamber of Commerce of Tampa Bay, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The location of the principal office of the Corporation is 27212 Foamflower Blvd, Wesley Chapel, Florida 33544. The mailing address of the Corporation is P.O. Box 1499, Land O Lakes, Florida 34639-1499

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is 27212 Foamflower Blvd, Wesley Chapel, Florida 33544. The name of the registered agent at such address is Wayne Redwood.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage and operate a Chamber of Commerce

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Wayne Redwood	27212 Foamflower Blvd. Wesley Chapel, FL 33544

ARTICLE VI

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.
2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

ARTICLE VII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE VIII

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE IX

Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Wesley Chapel, Pasco County, Florida, this 30 th day of March, 2006.

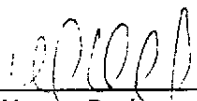
REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Caribbean American Chamber of Commerce of Tampa Bay, Inc. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation, has named Wayne Redwood, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent 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 statute relative in keeping open said office, and further states that he is familiar with §607.0501, Florida Statutes.



Wayne Redwood

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TALLAHASSEE, FLORIDA