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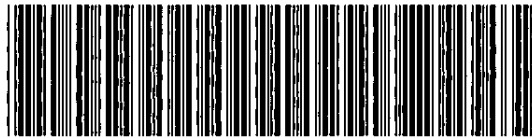
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FILED

2008 APR - 8 A 11: 57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR - 9 2008  
D. A. WHITE

Department of State -- State of Florida  
Division of Corporations  
P.O. Box 6327 Clifton Building  
Tallahassee, FL 32314 2661 Executive Center Circle

April 5, 2008

**SUBJECT: (Request to file Article of Incorporation -- Caribbean Trade Center, Inc.)**

Please find enclosed an original and one(1) copy of the Articles of Incorporation and a check in the amount of \$87.50 to cover the cost of the following fees for a Non-Profit Corporation.:

Incorporation Filing Fee	\$ 35.00
Designation of Registered Agent Filing Fee	35.00
Certified Copy	8.75
Certified Copy of Status	8.75

We would appreciate it if you can mail the copy of the above documents to the Registered Agent of record.

Sincerely,

  
Michael Matthews - President

## ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit) State of Florida

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### ARTICLE I NAME

The name of the corporation shall be: Caribbean Trade Center, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address is:  
785 NE 206 Street, Miami, Florida 33159

### ARTICLE III PURPOSE

- (a) The purpose for which the corporation is organized is: To act as an agent for change in stemming the tide of poverty, poor health and nutrition, sub-standard housing, education and being a catalyst to promote community based economic development thru trade in the Caribbean and its environs.
- (b) To serve as a forum whereby trade and economic development would be preserved, encouraged, nurtured, protected and perpetuated in a true open market environment that would inure benefit to the region.
- (c) To facilitate the flow of information and/or services thru bi-lateral trade with the Caribbean and environs that alleviate conditions that causes poverty, ill health, sub-standard housing and poor education and to facilitate collaboration between organizations which promote and support the mission.
- (d) To carry on such other related activities as the Board of Directors of the Corporation sees advisable;
- (e) To receive and hold by request, devise, gift (including remembrance fund gifts), purchase, lease or otherwise, either absolute or jointly with any other person or persons or corporations for any of the purposes herein set forth and for no other purposes any property, real, personal, or mixed or any undivided interest therein, to convey, sell or to otherwise dispose of such property and to invest, reinvest, administer and deal with such property in such manner as in the judgement of the directors of the Corporation will best promote the purposes of the Corporation, provided, however, no substantial part of the activities of the Corporation shall be carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office; and
- (f) To do anything necessary and proper in the advancement of the purposes herein set forth or which shall be recognized as proper and lawful purposes of non-profit corporations, all of which shall be consistent with the public's interest.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c) (3) of the Internal Revenue Code of 1986, as amended, (hereinafter, the "IRC") or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the IRC.

No part of the net earnings of this Corporation shall inure to the benefit of any member, director or officer of the Corporation or any private individual (except reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more purposes) and no director or officer of the Corporation or individual shall be entitled to a share in the distribution of any of the Corporation's assets on the dissolution of the Corporation.

Notwithstanding any provisions of these Articles of Incorporation, the purposes and powers of the Corporation shall be expressly limited to those purposes which are customarily performed by non-profit corporations. In no event will the Corporation undertake to bid on or perform any contract, risk or deed that is not customarily bid on or performed by non-profit corporations.

#### **ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

**Number and Qualifications.** There shall be an initial Board of Directors consisting of three (3) persons who shall be of legal age. All persons whose interests include the broad comprehensive and/or definitive multi-faceted compatible concerns addressed by the Corporation are eligible for consideration as members of the Board of Directors. The number of members of the Board of Directors may be changed by Bylaws to be adopted within sixty (60) days after incorporation.

The initial Board of Directors shall be elected by majority of the incorporators of the Corporation.

The Corporation shall be governed by the Board of Directors who shall exercise the powers of the Corporation in accordance with statute and except as hereinafter otherwise provided.

#### **ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS**

<b>Michael Matthews</b>	<b>President/Founder</b>
<b>Shiek Assad</b>	<b>Vice President/Treasurer</b>
<b>D'Andrea Fitzpatrick,</b>	<b>Secretary</b>

#### **ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The registered agent is D'Andrea Fitzpatrick, 785 NE 206 Street, Miami, Florida 33159

**ARTICLE VII INCORPORATOR**

The **names and address** of the Incorporator is:

**Michael Matthews**

**785 NE 206 Street, Miami, Florida 33159**

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

*D'Andrea Fitzpatrick*  
Signature/Registered Agent

Date *4/4/08*

*[Signature]*  
Signature/Incorporator

Date *4/4/2008*

2008 APR - 8 A 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**