

TRANSMITTAL LETTER

P00000000/636

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

400003084334--2  
-12/30/99-01049-014  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT:

CAXCO, 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 of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

ARHAND GELP1

Name (Printed or typed)

1942 BRIGADE 2506 WAY

Address

MIAMI, FL 33135

City, State & Zip

305 - 992 - 3847

Daytime Telephone number

DEPT. OF STATE  
TALLAHASSEE, FLORIDA

99 DEC 29 PM 12:32

FILED

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

T. Burch JAN

2000

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CAXCO, INC.

The undersigned subscribers to these Articles of Incorporation are natural persons competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is CAXCO, INC.

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1942 Brigade 2506 Way, Miami, FL 33135, and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and address of the incorporator of this Corporation is :

Armand Gelpi - 1942 Brigade 2506 Way, Miami, FL 33135.

ARTICLE 5 - OFFICERS

The initial President of the Corporation shall be Armand Gelpi.

## ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each having a par value of **ONE DOLLAR (\$ 1.00)**.

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time, of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of the redemption of the stock.

## ARTICLES 7 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## ARTICLE 8 - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

## ARTICLE 9 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT

The initial of the registered office of this Corporation is 1942 Brigade 2506 Way, Miami, FL 33135. The name and address of the registered agent of this Corporation is Armand Gelpi, 1942 Brigade 2506 Way, Miami, FL 33135.

#### ARTICLE 11 - BYLAWS

The Board of Directors of the Corporation, shall have the power with the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

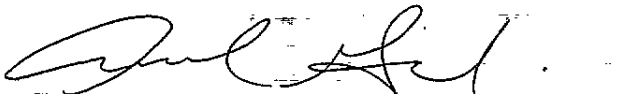
#### ARTICLE 12 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon the approval of the Secretary of State, State of Florida.

#### ARTICLE 13 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in there Article of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 24th day of December, 1999.

  
Armand Gelpi - President

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Armand Gelpi, having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position Registered Agent under Section 607.0505, Florida Statutes.

  
Armand Gelpi - Registered Agent

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TALLAHASSEE, FLORIDA