

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Cayo Hueso Holdings,
Inc

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*****70.00 *****70.00

<input checked="" type="checkbox"/>	Art of Inc. File	SECRETARY OF STATE TALLAHASSEE, FLORIDA	00 JAN - 6 PM 2:07	APPROVED AND FILED
<input type="checkbox"/>	LTD Partnership File			
<input type="checkbox"/>	Foreign Corp. File			
<input type="checkbox"/>	L.C. File			
<input type="checkbox"/>	Fictitious Name File			
<input type="checkbox"/>	Trade/Service Mark			
<input type="checkbox"/>	Merger File			
<input type="checkbox"/>	Art. of Amend. File			
<input type="checkbox"/>	RA Resignation			
<input type="checkbox"/>	Dissolution / Withdrawal			
<input type="checkbox"/>	Annual Report / Reinstatement			
<input type="checkbox"/>	Cert. Copy			
<input checked="" type="checkbox"/>	Photo Copy	DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA	00 JAN - 6 PM 1:38	RECEIVED
<input type="checkbox"/>	Certificate of Good Standing			
<input type="checkbox"/>	Certificate of Status			
<input type="checkbox"/>	Certificate of Fictitious Name			
<input type="checkbox"/>	Corp Record Search			
<input type="checkbox"/>	Officer Search			
<input type="checkbox"/>	Fictitious Search			
<input type="checkbox"/>	Fictitious Owner Search			
<input type="checkbox"/>	Vehicle Search			
<input type="checkbox"/>	Driving Record			
<input type="checkbox"/>	UCC 1 or 3 File	JWO 1/6		
<input type="checkbox"/>	UCC 11 Search			
<input type="checkbox"/>	UCC 11 Retrieval			
<input type="checkbox"/>	Courier			

Signature

Requested by: CS 1/6 1:07
Name Date Time

Walk-In Will Pick Up

ARTICLES OF INCORPORATION
OF
CAYO HUESO HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **CAYO HUESO HOLDINGS, INC.**

APPROVED
AND
FILED
00 JAN -6 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 402 Appelrouth Lane, Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Richard M. Klitenick, Esq., 402 Appelrouth Lane, Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Jeffrey Teisch

1401 5th Street, Key West, FL 33040

David L. Schoettler, Sr.

806 Eaton Street, Key West, FL 33040

Richard M. Klitenick

402 Appelrouth Lane, Key West, FL 33040

The undersigned has executed these Articles of Incorporation this 6th day of January 2000.

"Capital Connection, Inc. by Chris Grunewald, Client Representative"

Chris Grunewald

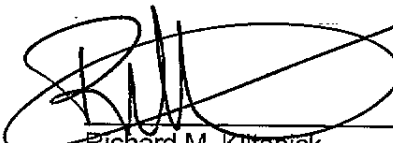
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: CAYO HUESO HOLDINGS, INC.
2. The name and street address of the registered agent and office is:

Richard M. Klitenick, Esq.
Browning, Eden, Sireci, Guller & Klitenick, P.A.
402 Appelrouth Lane
Key West, Florida 33040

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Richard M. Klitenick

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN -6 PM 2:07

APPROVED
AND
FILED