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Requester's Name

Address

Jeanette E. Smith, Esq.
7335 SW 79 Street
Miami, FL 33143

Office Use Only

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00 JUN 26 PM 8:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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J. Burch JUN 29 2001

Examiner's Initials

ARTICLES OF INCORPORATION

OF

Cardi Holdings, Inc.

ARTICLE I

CORPORATE NAME

The name of this corporation is Cardi Holdings, Inc.

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STRUCTURE

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.

B. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock.

C. At this time, as a wholly owned subsidiary of Cardi Holdings Lmted. In Jamaica, all shares of stock are owned by the parent company. own and Frederick Brown shall each hold 500 shares of common stock.

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ARTICLE IV
TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V
REGISTERED AGENT & REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jeanette E. Smith, Esq.
7335 SW 79 Street
Miami, FL 33143

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI
PRINCIPAL OFFICE

The address of the Corporation's principal office shall be:

7301 Fairway Boulevard
Miramar, Florida 33023

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than two.

ARTICLE VIII
INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street addresses are as follows:

Frederick Brown
7301 Fairway Blvd.
Miramar, FL 33023

Andriene Brown
7301 Fairway Blvd.
Miramar, FL 33023

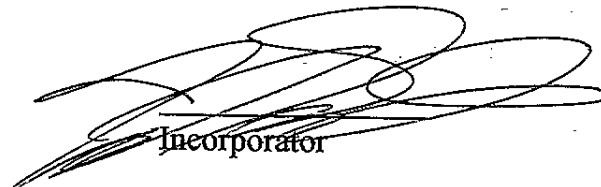
The people named as initial directors shall hold office until and if their successors are elected or appointed and have qualified.

ARTICLE IX
INCORPORATOR

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

Jeanette E. Smith, Esq.
7335 SW 79 Street
Miami, FL 33143

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 1 day of June, 2000.



Incorporator

ARTICLE X
OFFICERS

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of Directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The names and addresses of the initial officers who shall hold all applicable positions are as follows:

Frederick Brown
7301 Fairway Blvd.
Miramar, FL 33023

President/Secretary

Andriene Brown
7301 Fairway Blvd.
Miramar, FL 33023

Vice-President/Treasurer

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

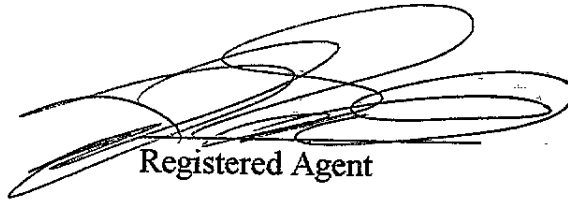
ACCEPTANCE OF REGISTERED AGENCY

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Cardi Holdings, Inc, desiring to organize under the laws of the State of Florida, has named Jeanette E. Smith, Esq., located at 7335 SW 79 Street, Miami, Florida 33143 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Registered Agent

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