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LAW OFFICES OF  
POSESS & WALSER, P.A.

7015 BERACASA WAY, SUITE 201  
(CORNER OF PALMETTO PARK & POWERLINE RDS.)  
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TAX & ESTATE PLANNING DEPARTMENT  
THOMAS C. WALSER, LL.M.-ESTATE PLANNING  
CARYN J. CLAYMAN, LL.M.-TAXATION  
PETER HOWLEY, ACCOUNTANT

REAL ESTATE DEPARTMENT  
CHARLES F. POSESS  
DOUGLAS R. NEU  
MONA S. WEISS  
GISELE E. ASMAR

October 20, 2000

Secretary of State of Florida  
Corporation Division  
P.O. Box 6327  
409 East Gaines Street  
Tallahassee, Florida 32399

100003438201--9  
-10/24/00--01101--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: **CARIBBEAN PROPERTIES OF THE PALM BEACHES**

Dear Sir:

Enclosed please find the original Articles of Incorporation to be filed for the above-referenced corporation.

Also enclosed is a check for \$78.75 covering the filing fees and costs as follows:

Filing Certificate of Incorporation .....	\$35.00
One (1) Certified Copy .....	8.75
Designation of Registered Agent .....	<u>35.00</u>
Total .....	<u>\$78.75</u>

FILED  
00 OCT 24 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please return your confirmation letter regarding the incorporation and filing of this company to my office in the enclosed stamped self-addressed envelope.

Sincerely,



Thomas C. Walser

TCW:clg  
cc: Oris Benjamin  
(incform\2815-002ss.ltr)

F. CHESTER OCT 25 2000

W 25705

**STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
CARIBBEAN PROPERTIES OF THE PALM BEACHES, INC.**

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **CARIBBEAN PROPERTIES OF THE PALM BEACHES, INC.** The principal office and mailing address is 22928 D Oxford Place, Boca Raton, FL 33433.

**ARTICLE II**

This corporation is to exist perpetually.

**ARTICLE III**

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue is 1,000 Common Shares at 1.00 par value.

**ARTICLE V**

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

**ARTICLE VI**

Provisions for the regulation of the internal affairs of the corporation are: None.

FILED

00 OCT 24 AM 10:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VII**

The street address of the initial registered office of the corporation is 7015 Beracasa Way, Suite 201, Boca Raton, FL 33433, and the name of its initial registered agent at such address is Thomas C. Walser, Esq..

**ARTICLE VIII**

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the names and addresses of the person(s) who is/are to serve as Director(s) until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify is/are:

<u>NAME</u>	<u>ADDRESS(ES)</u>
Oris Benjamin	22928 D Oxford Place, Boca Raton, FL 33433

**ARTICLE IX**

The name and address of each incorporator is/are:

<u>NAME(S)</u>	<u>ADDRESS(ES)</u>
Thomas C. Walser, Esq.	7015 Beracasa Way, Suite 201 Boca Raton, FL 33433

DATED this 20<sup>th</sup> day of October, 2000.

  
Thomas C. Walser, Esq., Incorporator

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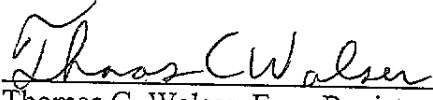
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CONSENT OF REGISTERED AGENT

I, Thomas C. Walser, Esq., having been designated to act as Registered Agent, hereby agrees to act in this capacity.

  
Thomas C. Walser, Esq., Registered Agent

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00 OCT 24 AM 10:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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