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Division of Corporations

TO 18509224001

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Florida Department of State

Division of Corporations

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From:

Account Name : SHUTTS & BOWEN, LLP, Attention: Lalaine A. Landau
Account Number : 076447000313
Phone : (305) 379-9115
Fax Number : (305) 381-9982

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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

CARIBBEAN GRAND CHAMPIONSHIP, INC.

Certificate of Status	1
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N. Culligan, NOV 14 2000

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Received 1:44:34



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 13, 2000

SHUTTS, BOWEN

SUBJECT: CARIBBEAN GRAND CHAMPIONSHIP, INC.
REF: W00000026976

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

ARTICLE III THE FILE DATE IS NOT ACCEPTABLE SINCE IT NOT WITHIN FIVE WORKING DAYS OF THE DATE OF RECEIPT.

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Neysa Culligan
Document Specialist

FAX Aud. #: E00000059235
Letter Number: 900A00058370

Ms. Culligan:

Pls. disregard the previous fax. Attached are the corrected Articles. Pls. note that we also corrected the address of the Company and the address of Ernesto Cambo, one of the directors. We apologize for the inconvenience and would greatly appreciate your filing these Articles with an Effective Date of Nov. 9, 2000. Thank you.

*Sincerely
Lalaine Landray
305 379 9168*

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EFFECTIVE DATE
11-9-00

TO 18509224001

P.03

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ARTICLES OF INCORPORATION
OF
CARIBBEAN GRAND CHAMPIONSHIP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is CARIBBEAN GRAND CHAMPIONSHIP, INC. and its address is c/o 8725 N.W. 18th Terrace, Suite 206, Miami, FL 33172.

ARTICLE II- EFFECTIVE DATE

The effective date of these Articles of Incorporation shall be November 9, 2000.

ARTICLE III- DURATION

This Corporation shall have perpetual existence commencing on November 9, 2000.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 100,000 shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

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ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, Suite 1600, Miami, Florida 33131, Attention: Brian Belt, Esq.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Atlee Mahorn	9839 S.W. 138 th Avenue Miami, FL 33186
Ernesto Cambo	c/o 8725 N.W. 18 th Terrace Suite 206 Miami, FL 33172

ARTICLE VIII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

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ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Brian Belt and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10th day of November, 2000.



Brian Belt, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 10th DAY OF NOVEMBER, 2000.

CORPORATION COMPANY OF MIAMI

By Lalaine A. Landau
Lalaine A. Landau, Assistant Secretary
for CORPORATION COMPANY OF MIAMI
(Registered Agent)

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