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January 18, 2001

Ms. Beth Register
Division of Corporations
409 E. Gaines
Tallahassee, FL 32399

FILED
01 JAN 19 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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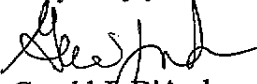
re: filing

Dear Ms. Register:

Enclosed please find for filing the Articles of Incorporation for Caribbean Investors Development International, Inc. I also enclose my check for \$78.75 for filing with a certified copy to returned to my office. If you could please fax me a copy of the filing and the document number.

Thank you for your kind courtesy in this matter.

Very truly yours,


Gerald J. D'Ambrosio

GJD/sl

enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Caribbean Investors Development International, Inc.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the state of Florida.

ARTICLE I

NAME

The name of this corporation shall be:

Caribbean Investors Development International, Inc.

ARTICLE II

EXISTENCE

This corporation shall commence existence effective the day of filing. The filing of these Articles of Incorporation by the Department of State, State of Florida, shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To transact any and all lawful business under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

a. The aggregate number of shares which this corporation shall have the authority to issue is the total sum of ONE THOUSAND (1,000) shares, having an individual par value of TEN (\$10.00) Dollars per share.

b. The capital stock may be paid for in property, labor, services or cash.

c. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Two Hundred (\$200.00) Dollars.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

GERALD J. D'AMBROSIO
199 BOCA RATON ROAD, SUITE 1-A
BOCA RATON, FLORIDA 33432

ARTICLE VII

ADDRESS

a. The principal office of this corporation shall be at:

10 Royal Palm Way
Suite 203
Boca Raton, Fl 33432

b. This corporation may have such other places of business in the state of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal offices to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all of the

several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE VIII

INCORPORATOR

Name Vince Donmoyer
Address 10 Royal Palm Way, Ste 203
 Boca Raton, Florida 33432

ARTICLE IX

The names and address of the initial officers and/or directors of the corporation are:

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent of the law now or hereafter permitted.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of June, 2001.

Vince Donmoyer
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared Vincent Donmoyer and known by me to be the person who executed the foregoing Articles of Incorporation, and that he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my seal in the state and county aforesaid, this 18 day of June, 2001.



Gerald J. D'Ambrosio

CC939816

2004

Gerald J. D'Ambrosio
Notary Public,



Gerald J D'Ambrosio

My Commission CC939816

Expires May 25, 2004

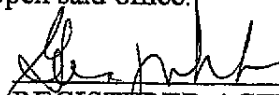
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Caribbean Investors Development International, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the city of Boca Raton, County of Palm Beach, State of Florida has named Gerald J. D'Ambrosio, located at 199 Boca Raton Road, Suite 1-A, Boca Raton, Florida 33432 as its agent to accept service of process within this state.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above corporation at the place designated in this certificate, I hereby accept to act in this capacity and do agree to comply with the provisions of said Act relative to keeping open said office.



REGISTERED AGENT
GERALD J. D'AMBROSIO

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TALLAHASSEE, FLORIDA