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BOARD OF DIRECTORS

Officers

Dr. Roy Phillips President Hosea Butler, Jr.

Secretary

Verbert C. Anderson Treasurer

Members

Reginald Clyne, Esq.

John A. Hall

Congresswoman Carrie P. Meek

Garth C. Reeves Dorothea Stewart

Elaine H. Black Executive Director May 21, 2001

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

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-06/04/01--01081--026 *****78.75 *****78.75

Subject: Articles of Incorporation to be filed.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of business, and a money order for filing fees for the following:

No	Company Name	CK/MO#	Amount
1.	North Beach Merchants Association, Inc.	1159	\$78.75
2.	Pure Joy Therapeutic Massage, Inc.	02679900107	\$78.75
3.	Two Sisters Food, Inc.	03046035846	\$78.75
4.	Melanie's Cleaning Services, Inc.	0388	\$78.75
5.	Caribbean Connection Service, Inc.	£03047356517	\$78.75
7.	TOTAL		\$393.50

Please file both the Articles and Certificate of Designation for the corporation. Thank you kindly.

Crystal M. Connor, Esq. Legal Department

Encls.

TOOLS FOR CHANGE

BLACK ECONOMIC DEVELOPMENT COALITION, INC. 6015 N.W. 7th Avenue • Miami, FL 33127 • (305) 751-8934 • Fax (305) 751-1619 E-mail: ffc@tfc.org • Web Site: hhttp://www.tfc.org

ARTICLES OF INCORPORATION

FILED

- 01 JUN-4 AM 8:48

TALLAHASSEE. FLORIDA

<u>OF</u>

CARIBBEAN CONNECTION SERVICE, INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is **CARIBBEAN CONNECTION SERVICE**, **INC.** hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is $2590 \, \text{NW} \, 165^{\text{TH}}$ STREET OPA LOCKA, FL 33054

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including

cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 2590 NW 165TH STREET OPA LOCKA, FL 33054; and the registered agent at that office is **NATASHA G. MUNNINGS THOMPSON**.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director(s) constituting the initial Board of Directors. The number of director(s) may be increased or decreased from time to time by the bylaws.

The initial Board of Director(s) of the Corporation shall be comprised of:

NATASHA G. MUNNINGS THOMPSON 2590 NW 165TH STREET OPA LOCKA, FL 33054

ARTICLE IX: INCORPORATOR

The incorporators of the Corporation are as follows:

NATASHA G. MUNNINGS THOMPSON

2590 NW 165TH STREET

OPA LOCKA, FL 33054

IN WITNESS WHEREOF, NATASHA G. MUNNINGS THOMPSON, the undersigned incorporator, have signed these Articles of Incorporation on this 222 day of _________, 2001, and acknowledged the same to be my act.

Martista & Munnings Thompson

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 22 day of May, 2001 by, NATASHA G. MUNNINGS THOMPSON who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC

SIGN:_

PRINT

GERALDINE M. BELLE
Notary Public - State of Florida
Aw Commission Expires Aug 23, 2X

Commission # CC963043

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That CARIBBEAN CONNECTION SERVICE, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Lauderhill, County of BROWARD, State of Florida, has named NATASHA G. MUNNINGS THOMPSON, at 7529 W. Oakland Park, in the City of Lauderhill, County of BROWARD, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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.

BY: MEMORING COMMININGS THOMPSON

DATE: May 22,2001