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SECRETARY OF STATE
ALL ANASSEE FILES

W03-32972

Am 11/21

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: CARIBBEAN ART. CONNECTION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

□ \$70.00 □ \$78.75
Filing Fee Filing Fee

& Certificate of Status

Filing Fee, Filing Fee,

& Certified Copy Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM:

ARTHUR M. GEDDES

11527 S W. G. TERR

MIAMI, FLORIDA 33174

305 - 551 - 4725 Daytime Telephone number



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

November 6, 2003

ARTHUR M GEDDES 11527 SW 6 TERR MIAMI, FL 33174

SUBJECT: CARIBBEAN ART CONNECTION, INC.

Ref. Number: W03000032972

We have received your document for CARIBBEAN ART CONNECTION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2004 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight Document Specialist New Filings Section

Letter Number: 303A00060705

Arthur Geddes

Arthur Geddes

11527 S.W. 6th Terrace Sweetwater, Fl. 33174

November 17, 2003

Florida Dept. of State

Glen E. Hood/ Secretary of State

Re: Caribbean Art Connection, Inc. # W03000032972

In reference to your letter dated November 06, 2003 with the above ref. number (W03000032972), the following letter is attached to the last page of the previously submitted and returned Articles of Incorporation, titled "CERTIFICATE - DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED." I have also elected to maintain the original date of the corporation existence as originally submitted in the Article of Incorporation.

Arthur Geddes

ARTICLES OF INCORPORATION OF CARIBBEAN ART CONNECTION, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is CARIBBEAN ART CONNECTION, INC.

ARTICLE II

THE NATURE OF THE BUSINESS

This corporation shall have the power to transact or engage in any business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The capital stock of this corporation shall consist of 7,500 shares of common stocks having a par value of One (\$1.00) Dollar per share. All of the said stock shall be issued only for cash or other property or for services at a just valuation as shall be determined by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall commence business shall be not less than One Hundred (\$100.00) Dollars.

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ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

INITIAL ADDRESS

The initial address of the principal place of business of this corporation in the State of florida shall be 1865 Hollywood Blvd. Studio 4, Hollywood, FL. 33020. The Board of Diectors may at any time and from time to time move the principal office of this corporation to any location within or without the State of Florida.

ARTICLE VII

DIRECTORS

The business of this corpoation shall be managed by its Board of Directors. The number of such directors shall be not less than one (1) and, subject to such minimum may be increased or decreased from time to time in the manner provided in the By-Laws. The number of persons constituting the initial Boad of Directors shall be two (2).

ARTICLE VIII

INITIAL DIRECTORS

The names and addresses of the initial Board of Directors are as follows:

Patrice Fils-Aime

15364 S.W. 19 Street Miramar, FL. 33027

Arthur M. Geddes

11527 S.W. 6 Terrace Sweetwater, FL.33174

ARTICLE IX

SUBSCRIBER

The name and address of the person signing these Articles of Incorporation as subscriber is:

Arthur M. Geddes 11527 S.W. 6 Terrace Sweetwater, FL. 33174

ARTICLE X

VOTING FOR DIRECTORS

The Board of Directors shall be elected by the Stockholders of the corporation at such time and in such a manner as provided in the By-Laws.

ARTICLE XI

CONTRACTS

No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this corporation in such other party or is, or at some time in the future becomes, an officer, director or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

ARTICLE XII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

This corporation shall have the power, in its By-Laws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this corporation against any contingency or peril as may be determined to be in the best interest of this corporation, and in conjunction therewith, to procure, at this corporation's expense, policies of insurance.

ARTICLE XIII

RESTRAINT ON ALIENATION

The stockholders of this corporation shall have the power to include in the By-Laws, or adopt resolutions by a two - thirds (2/3) majority any regulatory or restrictive provision regarding the proposed sale, transfer or other disposition of the corporation's stock by its stockholders or in the event of the death of any stockholder. Said restrictions shall be binding upon third parties with actual knowledge thereof or if the same, or notice of the same, shall be plainly written upon the certificate evidencing ownership of the stock.

ARTICLE XIV

AMENDMENT

Except as may be provided in the By-Laws of this corporation to the contrary, these Articles of Incorporation may be amended by the affirmative vote of a majority of the Board of Directors and by the affirmative vote of the holders of not less than two-thirds (2/3) of the then outstanding stock of the corporation.

ARTICLE XV

RESIDENT AGENT

The name and address of the initial resident agent of this corporation is : .cp5

Arthur M. Geddes 11527 S.W. 6 Terrace Sweetwater, FL. 33174

ARTICLE XVII

EFFECTIVE DATE

The effective date of this corporation shall be the date upon which these Articles of incorporation were executed by the incorporator.

ARTICLE XVII

WAIVER OF FS. 607. 0901 AND F.S. 607. 09.02

This corporation expressly waive the provision of FS. 607.0901 ans FS. 607.0902 and elects not to be governed thereby.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed these Articles of Incorporation this 24 day of September 2003.

Arthur M. Geddes Subscriber

Subscribed and Sworn to this

Q니 day of September 2003

Before me:

Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL CARMEN GUEDGA

COMMISSION NUMBER
COR12684
MY COMMISSION EXPIRES
MAR. 15.2004

CERTIFICATE

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

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted:

Caribbean Art Connection, Inc. desiring to organize a corporation under the laws of the State of Florida with its principal place of business as stated in its Articles of Incorporation has named Arthur Geddes, located at 11527 S.W. 6th Terrace, Sweetwater, FL. 33174 as its agent upon whom process may be served within this State.

Having been named to accept service of process for the above stated Corporation, I hereby accept to act in this capacity and to comply with the provisions of the Act relative to keeping open said office.

Arthur Geddes

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SECRETARY OF STATE