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(Requestor's Name)

(Address)

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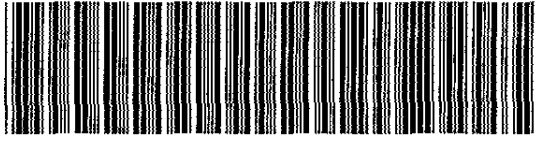
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CB 12-18

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Caribe International Development
Group Inc

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CARIBE INTERNATIONAL DEVELOPMENT GROUP, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: CARIBE INTERNATIONAL DEVELOPMENT GROUP, INC. The principal office of the Corporation is 3181 Cecelia Drive, Apopka, Florida 32703. The mailing address of the Corporation is 20 N. Orange Avenue, Suite 407, Orlando, Florida 32801.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares at a par value of One Cent (\$0.01) per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 20 N. Orange Avenue, Suite 407, Orlando, Florida 32801 and the name of the initial Registered Agent at that address is Hendry, Stoner, DeLancett & Brown, P.A.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is five (5). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of the initial Directors of the Corporation are as follows:

Bruce Fitzgerald
20 N. Orange Avenue, Suite 407
Orlando, Florida 32801

Randy R. Boetcher
20 N. Orange Avenue, Suite 407
Orlando, Florida 32801

John Anderson
20 N. Orange Avenue, Suite 407
Orlando, Florida 32801

Lee Blatter
20 N. Orange Avenue, Suite 407
Orlando, Florida 32801


Jose Pagan
20 N. Orange Avenue, Suite 407
Orlando, Florida 32801

Article 7. Incorporators. The name and address of each Incorporator is as follows: G. Steven Brown, 20 N. Orange Avenue, Suite 407, Orlando, Florida 32801.

Article 8. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 9. Bylaws. The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 18th day of December 2003.

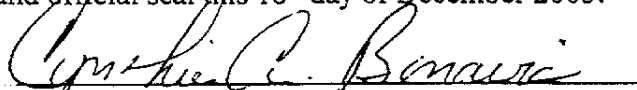


G. Steven Brown

STATE OF FLORIDA)
COUNTY OF ORANGE)

Before me personally appeared G. STEVEN BROWN, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of December 2003.



Notary Public, State of Florida at Large

Typed Name of Notary Public
Commission No.:



Cynthia A Bonavia
My Commission DD118772
Expires April 22, 2006

(NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of CARIBE INTERNATIONAL INVESTMENT GROUP, INC. which is contained in the foregoing Articles of Incorporation. I am familiar with and accept the obligations of Section 607.0505 F.S.

DATED this 18th day of December 2003.

HENDRY, STONER, DELANCETT & BROWN, P.A.

By: *G. Steven Brown*
G. Steven Brown

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TALLAHASSEE FLORIDA