

P0400007967-

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000107936 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FILED
04 MAY 18 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

caribbean-american distributors, corp.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

5

FILED

H04000107936 MAY 18 AM 10:05

ARTICLES OF INCORPORATION OF

Caribbean-American Distributors, Corp.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Florida Corporation

ARTICLE I: NAME

The name of this corporation is:

Caribbean-American Distributors, Corp.

ARTICLE II: DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III: PURPOSE

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

Prepared by: Jesus F. Bujan, Esquire
782 N.W. Lejeune Road, Suite 530
Miami, Florida 33128
(305) 442-1439
Florida Bar No. 401560

H04000107936

ARTICLE V: PREEMPTIVE RIGHTS

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI: INTIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is:

**10401 N.W. 28 Street
B-101
Miami, FL 33172**

The name of the initial registered agent of this corporation is:

JESUS URBISTONDO

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is (are):

MANUEL QUESADA	Zona Franca Industrial
	Victor M. Espaillet MERA
	Santiago de los Caballeros,
	República Dominicana

ARTICLE VIII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any formal officer or director, to the full extent permitted by law.

ARTICLE IX: INCORPORATORS

The name and address of the person(s) signing these articles of incorporation is (are):

MANUEL QUESADA
Zona Franca Industrial
Victor M. Espaillet MERA
Santiago de los Caballeros,
República Dominicana

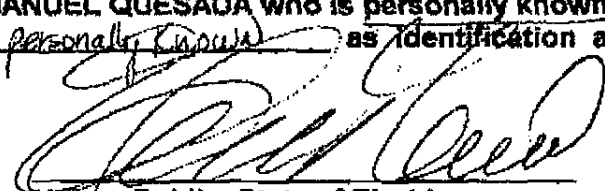
IN WITNESS WHEREOF, the undersigned subscriber(s) has (have)
executed these Articles of Incorporation this 12 day of
May, 2004.


MANUEL QUESADA

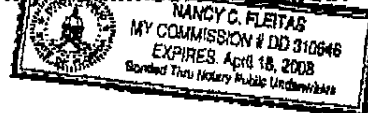
STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared
MANUEL QUESADA known to me and known by me to be the person(s)
who executed the foregoing Articles of Incorporation, and acknowledged
before me that he/she executed the same for the purposes therein
expressed.

The foregoing instrument was acknowledged before me on this
12 day of MAY, 2004 by MANUEL QUESADA who is personally known to
me or who has produced personally known as identification and
who did take an oath.


Notary Public, State of Florida

My Commission Expires:



TOTAL P.05

H04000107936

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

IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following
is submitted:

**Caribbean-American Distributors Corp.
10401 N.W. 28 Street, B-101
Miami, Florida 33172**

desiring to organize or qualify under the laws of the State of Florida, with
its principal place of business in the City of Miami, County of Miami-Dade,
State of Florida, has named:

JESUS URBISTONDO

as its agent to accept service of process within the State of Florida, with
the registered address as:

**10401 N.W. 28 Street,
B-101
Miami, FL 33172**

ACKNOWLEDGMENTS

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

DATED: THIS 18 DAY OF MAY, 2004


REGISTERED AGENT

H04000107936

FILED
04 MAY 18 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA