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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CAPRIES ENTERPRISE INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
CAPRIES ENTERPRISE INC.

SECRET
DIVISION
04 JUN 25 PM 12:28

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: **CAPRIES ENTERPRISE INC.**

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is **100** shares of common stock, and which common stock (shall have a par value of **\$5.00** per share). All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale transfer or other disposition of the capital stock may be governed and restricted by the By-Law or written agreement among the stockholders which shall be on file in the office of the offices of the corporation so named in Article VII herein.

The By-Law may provide for cumulative voting by stockholders at all election of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than (\$500.00) Dollars.

ARTICLE VI

The corporation is to exist perpetually.

ARTICLE VII

The initial post office and principal offices of the corporation in the State of Florida shall be: **501 EAST OAKLAND PARK BLVD. OAKLAND PARK, FL 33334** The board of Directors may from time to time move the principal offices to any other address within the State of Florida. The register agent is: **CARIDAD CABRERA** Address: **501 EAST OAKLAND PARK BLVD. OAKLAND PARK, FL 33334**

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of no less than (1) nor more than (5) directors. A quorum for the holding of a meeting of the board of directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to do the doing of any act and such consent in writing shall have the same force and the effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The name(s) and street address(es) of the member(s) of the first Board of Directors and state corporate are as follows:

NAME	TITLE	ADDRESS
CARIDAD CABRERA	President	501 EAST OAKLAND PARK BLVD. OAKLAND PARK, FL 33334

ARTICLE X

The name and post addresses of the subscribers to the Articles of Incorporation are as follows:

NAME	ADDRESS	SHARES	CASH VALUE
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ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under *1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits there under.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this **10th day of June, 2004.**

Caridad Cabrera

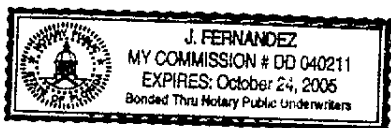
CARIDAD CABRERA-President

I hereby certify that this day personally appeared before me, an officer dully authorized to take acknowledgements and administer oaths in the State of Florida, **CARIDAD CABRERA** to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same freely and voluntary for the purpose therein expressed.

WITNESS my hand and official seal this **10th day of JUNE, 2004** at Miami, county of Miami-Dade, State of Florida.

J. Fernandez

Notary Public, State of Florida at Large



(seal)

**CERTIFICATE DESIGNATING
REGISTER AGENT/REGISTER OFFICE**

Pursuant to the provisions of section 607.325, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida submits the following statements in designating the registered office/registered agent, in the State of Florida.

1.- The name of the corporation is:

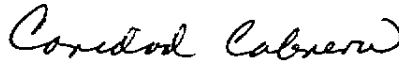
CAPRIES ENTERPRISE INC.

2.- The name and address of the register agent and office is:

CARIDAD CABRERA

501 EAST OAKLAND PARK BLVD.
(P.O. Box not acceptable)

OAKLAND PARK, FL 33334
(City/State/Zip)



(Corporate Officer)

President
Title

June 10th, 2004
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accept the duties and obligations of section 607.325 Florida statutes.



Register Agent

June 10th, 2004

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DIVISION
SECTION