

Bruce J. Kirsch
Attorney at Law

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January 18, 1995

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
-01/23/95--01099--002
***122.50 ***122.50

Re: C & A Sales International, Inc.

Ladies and Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for C & A Sales International, Inc.

Also enclosed please find our office's trust account check in the amount of \$122.50 representing payment of the following fees:

1. Filing Fee	\$35.00
2. Registered Agent's Fee	35.00
3. Certified Copy	<u>52.50</u>

TOTAL

\$122.50.

Kindly return to our office one (1) certified copy of the Articles of Incorporation as well as a receipt for payment of the above.

I thank you in advance for your anticipated courtesies in this regard. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Kimberlee J. Barvinchak

Kimberlee J. Barvinchak
Legal Assistant

\kjb

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 23 PM 3:35

ARTICLES OF INCORPORATION

OF

C & A SALES INTERNATIONAL, INC.

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

ARTICLE I

NAME: The name of this Corporation is:

C & A Sales International, Inc.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by this Corporation is as follows:

1. The Corporation may engage in any activity of business which is permitted under the laws of the State of Florida.

2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Corporation or to enhance the value of its properties.

3. And further, to borrow or raise money for any purposes of the Corporation, and to secure the same interest, or for other purposes, to mortgage all or part of the property, corporeal or incorporeal rights or franchise of this Corporation now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE and No/100 (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL. The amount of capital with which this Corporation will begin business is FIVE HUNDRED (\$500.00) DOLLARS.

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SECRETARY OF STATE
JAN 23 PM 3:35

ARTICLE V

COMMENCEMENT AND DURATION. This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation, pursuant to Section 607.167, Florida Statutes, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

INITIAL PRINCIPAL OFFICE. The street address of the initial Principal Office of this Corporation in the State of Florida shall be: 851 Three Islands Boulevard, #414, Hallandale, Florida 33009.

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said Corporation may desire.

ARTICLE VII

BOARD OF DIRECTORS. This Corporation shall have two (2) Director(s) initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

INITIAL OFFICERS: The names and addresses of the initial Officers and first Board of Directors to these Articles of Incorporation are as follows:

CHARLOTTE KEYES President/Director	851 Three Islands Boulevard #414 Hallandale, Florida 33009
ANDREW KEYES Secretary/Treasurer Director	851 Three Islands Boulevard #106 Hallandale, Florida 33009.

ARTICLE IX

INCORPORATOR. The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

ALFRED KEYES	851 Three Islands Boulevard #414 Hallandale, Florida .3009.
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ARTICLE X

AMENDMENT. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI

REGISTERED AGENT: That BRUCE J. KIRSCH, ESQUIRE, 3800 South Ocean Drive, Suite 219, Hollywood, Florida 33019, is hereby named as Registered Agent for this Corporation, to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for C & A Sales International, Inc. at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping said office open.

Bruce J. Kirsch
BRUCE J. KIRSCH, ESQUIRE
Registered Agent

I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a Corporation for profit to do business within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 11th day of January, 1995.

Alfred Keyes
ALFRED KEYES

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, appeared ALFRED KEYES, who is personally known to me or has produced N/A as identification, and who subscribed to the foregoing Articles of Incorporation, and who

acknowledged before me that he did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 11th day of January, 1995.

Bruce J. Kirsch
NOTARY PUBLIC, State of Florida

Printed Name: BRUCE J. KIRSCH

