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THANK YOU from **Your Capital Connection**

ARTICLES OF INCORPORATION

OF

95 FEB -2 AM 10: 42

SECRETARY OF STATE

C & C Capital Inc.

The undersigned incorporate for the purpose of becoming a corporation under the Laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit, and subject to the following provisions:

ARTICLE I

The name of the corporation shall be:

C & C Capital Inc.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at any one time is one hundred (1() shares of common stock at 1.00 per share.

ARTICLE V

The post office address of the initial registered office of this corporation in the State of Florida is:

5 Island Ave 11F Miami Beach, Fl. 33139

The name of the initial registered agent at such address is:

Michael J. Clubb

The principal office and registered office are one in the same.

ARTICLE VI

The Business of the Corporation shall be managed by a Board of Directors, who need not be stockholders of the Corporation. The number of the Directors, not less than one, no more than seven, and shall be fixed by resolution of the stockholders at a regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE VII

The Board of Director may from time to time move the registered office to any other address in Florida whenever The Directors may deem necessary of expedient.

ARTICLE VIII

The name and post office address of the member of the Board of Directors who shall serve as members thereof are as follows:

BOARD OF DIRECTORS

ADDRESS

Michael J. Clubb

5 Island Ave 11F Miami Beach, Fl. 33139

Inez Custa-Clubb

5 Island Ave 11F Miami Beach, Fl. 33139

The name and post office address of the incorporator shall be:

Michael J. Clubb

Michael J. Clubb 5 Island Ave 11F Miami Beach, Fl. 33139

ARTICLE IX

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of this Articles of Incorporation.

ARTICLE X

Amendments to the Articles of Incorporation, Merger, Consolidation or Dissolution must be submitted to the Stockholders for unanimous approval. Thirty days notice shall be provided.

ARTICLE XI

Shareholders of the Corporation shall have preemptive rights to acquire their pro-rate share of stock of the corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other properties, services, the acquisition of other corporations, shares of property through merger or the extinguishment of debts. Preemptive rights shall (NOT) apply to the reissuance of all redeemed or otherwise acquired shares including the reissuance of treasury shares.

This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and signature, this 3/day of primary 1995.

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized to administer oath and take acknowledgements, personally appeared:

Michael J. Clubb

Who after first being duly sworn, executed the foregoing ARTICLES OF INCORPORATION, freely and voluntary for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Fade County, Florida, this 31 day of January 1995.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission expires:

AT 12547 NOTARY PUBLIC STATE OF PLORIDA MY JOHANISCION FXCHES JULY 4 1675

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the the above stated corporation, at 5 Island Ave 11F, Miami Beach, Fl. 33139 place designated in this certificate, I, Michael J. Clubb, hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

onuny 31,

Michael J. Clubb

FILED AHIO: 42
SECRETARY OF STATE
SECRETARY OF STATE