

05/16/95 15:36:53

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CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER :

5/16/95

FLORIDA DIVISION OF CORPORATIONS
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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

0-000000

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000005501)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: EYEWEAR INTERNATIONAL, CORP.

FAX AUDIT NUMBER: H95000005501

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/16/1995

TIME REQUESTED: 15:36:53

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95 MAY 17 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

63 JUN 21 1995

H95000005501

**ARTICLES OF INCORPORATION
OF
EYEWEAR INTERNATIONAL, CORP.**

FILED
95 MAY 17 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the Laws of said State providing for the information, liabilities rights, privileges and immunities of a corporation for profit.

**ARTICLE I
NAME, ADDRESS AND AGENT**

The name of this corporation shall be: EYEWEAR INTERNATIONAL, CORP. here and after referred to as the corporation Its principal office shall be located at: 2960 CORAL WAY, MIAMI, FLORIDA 33172 . Its registered agent shall be: JANET SUAREZ

**ARTICLE II
NATURE OF BUSINESS**

Section 1. The general nature of the business and objects and purposes are to transact promot and carry on, and to do any and all things herein after mentioned, as fully and to the same extent as natural persons might of could, viz.

A.- To carry on business in the United States of North America or any foreign Country or Countries, to buy, sell, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both in wholesale and retail, in goods and services of all types, both as principal, and/ or agent in any part of the world.

**ARTICLE III
CAPITAL STOCK**

The capital stock of the Corporation upon commencing business operation shall consist of ONE HUNDRED (100) shares of \$ 10.00 dollars per value for Incorporation purposes, each share will have a nominal value set at TEN DOLLARS (\$10.00) per share as consideration. Said shares of common stock to have \$ 10.00 as per value, all shares to be issued fully paid and non assessable, the capital stock of this corporation may be paid in lawfull money of the U.S.A. in property, labor of services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Determination of just value fixed by the Board of Directors is to be conclusive proof of said value.

Prepared by: Janet Suarez
2960 Coral Way
Miami, Fl 33172
(305) 667-2872

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**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which the Corporation shall begin business shall not be less than ONE THOUSAND DOLLARS (1000.00)

**ARTICLE V
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.-----

**ARTICLE VI
BOARD OF DIRECTORS**

The Board of Directors shall consist of not less than (1) persons.

**ARTICLE VII
INITIAL DIRECTORS AND OFFICERS**

The name and address of the first Board of Director who are subject to the provisions of these articles of Incorporation, the By-laws and the act of the legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified are the following.---

| NAME | ADDRESS | TITLE |
|--------------|--|------------------------|
| JANET SUAREZ | 7280 LAGO DRIVE WEST CORAL GABLES, FL 33143 | PRESIDENT |
| JULIE SUAREZ | 7280 LAGO DRIVE WEST CORAL GABLES, FL 33143 | SECRETARY TREASURER |

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**ARTICLE VIII
SUSCRIBERS**

| NAME | TITLE | SHARES |
|--------------|-------------------------|----------|
| JANET SUAREZ | PRESIDENT | - 50 % - |
| JULIE SUAREZ | SECRETARY/ TREASURER | - 50 % - |

**ARTICLES IX
BY-LAWS**

The regulation of the business and the conduct of the affair of the corporation and the provision creating and limiting the power of the corporation, the directors and the stockholders or any class of stockholders of the corporation, shall be controlled by the By-laws which shall be adopted by stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-laws may from time to time and whenever be necessary by ammended by the Board of Directors of the Corporation IN WITNESS WHEREOF, The undersigned have made and signed these Articles of incorporation at Miami, Florida County of Dade.-----


JANET SUAREZ
PRESIDENT


JULIE SUAREZ
SECRETARY/ TREASURER

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STATE OF FLORIDA)
) S.S
COUNTY OF DADE)

I, HEREBY CERTIFY that on this day APRIL 26, 1995 before me personally appeared the undersigned authority: JANET SUAREZ AND JULIE SUAREZ AS PRESIDENT, SECRETARY/ TREASURER, - - - respectively to me well known to be the persons and subscribers and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have here unto set my hand and official seal, at Miami, County of Dade, State of Florida.


YOLANDA JARAMILLO



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1.- The name of the corporation is:

EYEWEAR INTERNATIONAL, CORP.

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

**JANET SUAREZ
7280 LAGO DR. W.
CORAL GABLES, FL 33143**

Signature: _____

J. Suarez
JANET SUAREZ
President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

J. Suarez
JANET SUAREZ
Registered Agent

FILED
95 MAY 17 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000005501

EYEWEAR INTERNATIONAL, CORP.
16501 NW 16 CT.
MIAMI, FL. 33169

P95000039067

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

500002322085- 3
-10/16/97--01071--010
*****87.50 *****87.50

To Whom It May Concern:

Enclosed please find an extra copy of the amendments. If you can please certify them and return the copy. If you have any further questions you can contact me at (305) 621-4227.

Sincerely,

Janet Suarez
Janet Suarez

RECEIVED
DIVISION OF CORPORATIONS
OCT 16 1997

NC Amend.
10-20-97
CC

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

EYEWEAR INTERNATIONAL, CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I: The name of this corporation will be changed from EYEWEAR INTERNATIONAL, CORP. to CARIBE BROADCASTING, CORP.

ARTICLE II: The nature of the business or purpose to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

ARTICLE VII:

| | | |
|-------------------|---|-----------------------------|
| Amancio V. Suarez | 7280 Lago Drive West Coral Gables, Fl. 33183 | President Treasurer |
| Janet Suarez | 7280 Lago Drive West Coral Gables, Fl. 33143 | Vice-President Secretary |

ARTICLE VIII:

| | | |
|-------------------|--------------------------|-----|
| Amancio V. Suarez | President/Treasurer | 75% |
| Janet Suarez | Vice-President/Secretary | 25% |

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11/15/97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 10 of October, 19 11.

Signature [Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

T. J. Smith
Typed or printed name

President
Title

EYEWEAR INTERNATIONAL, CORP.
16501 NW 16 CT.
MIAMI, FL. 33169

P95000039067

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/16/97-01071-010
*****87.50 *****87.50

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Sincerely,

Janet Suarez
Janet Suarez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 OCT 16 PM 1:55

N.C. Amend-
10-20-97
CC

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

EYEWEAR INTERNATIONAL, CORP.

(PRINT NAME)

FILED
SECRETARY OF CORPORATION
DIVISION
97 OCT 16 PM 1:55

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ARTICLE VIII:

| | | |
|-------------------|--------------------------|-----|
| Amancio V. Suarez | President/treasurer | 75% |
| Janet Suarez | Vice-President/Secretary | 25% |

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 10/16/97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____
voting group"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 15 of October, 19 97

Signature

Janet Suarez
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Janet Suarez
Typed or printed name

President

Title