

P95000049639

PERRY DOUGLAS WEST
ATTORNEY AND COUNSELLOR AT LAW

POST OFFICE BOX 1055
COCOA, FLORIDA 32923
TELEPHONE (407) 638-5804
TELECOPIER (407) 632-7632

1270 ORANGE AVENUE
SUITE A
WINTER PARK, FLORIDA 32789
TELEPHONE (407) 847-5552
TELECOPIER (407) 847-5766

REPLY TO

June 9, 1995

Cocoa

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

900001512959
-06/14/95--01054--013
****122.50 ****122.50

Re: La Boucan, inc.

Gentlemen:

Enclosed please find for filing the original of the Articles of Incorporation for the above referenced corporation along with a file copy which I would ask that you stamp and return.

Also enclosed please find a check for filing fees as follows:

Filing Fee	\$35.00
Registered Agent	\$35.00
Certificate	\$52.50

Total enclosed: \$122.50

Thank you for your attention to this matter.

Very truly,


Perry Douglas West

PDW:bl
enclosure

FILED
1995 JUN 26 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER JUN 26 1995

PERRY DOUGLAS WEST

ATTORNEY AND COUNSELLOR AT LAW

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REPLY TO

June 23, 1995

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314
Attn: Ms. Freida Chesser

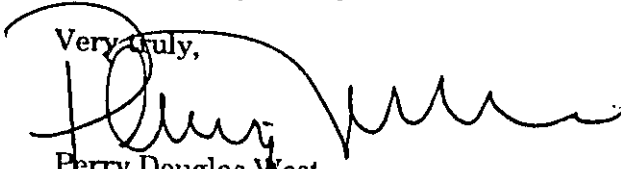
Re: La Boucan, Inc.

Dear Ms. Chesser:

Pursuant to our telephone call, enclosed please find for filing the Articles of Incorporation for the above referenced corporation. This will also confirm that there is not English translation for the primary word in this corporate name. It refers to a type of stove which is common in the Caribbean countries.

Thank you for your attention to this matter.

Very truly,


Perry Douglas West

PDW:bl
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 19, 1995

PERRY D WEST ATTORNEY
1270 ORANGE AVE SUITE A
WINTER PARK, FL 32789

SUBJECT: LA BOUCAN, INC.
Ref. Number: W95000012457

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1995 JUN 26 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FL

We have received your document for LA BOUCAN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 795A00030018

**ARTICLES OF INCORPORATION
OF
LA BOUCAN, inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be La Boucan, inc.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 10,000 shares. All such shares shall be of a single class, designated as common. Shares shall have a par value of \$.01 per share.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

No shareholder shall have the preferential or preemptive right to subscribe for or to purchase any shares of any class, any rights, warrants, or options with respect thereto, or any obligation convertible into or exchangeable for any such shares or

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

other securities whether out of unissued shares or other securities or out of shares or other securities acquired by the corporation after the issue thereof, regardless of the consideration therefor.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. Until further vote of the shareholders, the business of the corporation shall be run by the shareholders. The initial shareholder of the corporation is Arnym P. Solomon.

ARTICLE X

The initial registered agent of the corporation is Arnym P. Solomon. The street address of the corporation's initial registered office is 8709 Buckingham Place, Orlando, Florida 32836.


ARTICLE XI

The principal place of business and mailing address of this corporation shall be: 8709 Buckingham Place, Orlando, Florida 32836.

ARTICLE XII

The name and address of the incorporator to these Article of Incorporation is Arnym P. Solomon, 8709 Buckingham Place, Orlando, Florida 32836.

The undersigned incorporator has executed these Articles of Incorporation this 6th day of June, 1995.


Arnym P. Solomon, Incorporator

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TALLAHASSEE, FLORIDA