

**P96000002390**

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*Bmc*  
*1-9-96*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<i>NC</i>	_____	_____

WALK-IN *1/9 12:00*  
 Will Pick Up \_\_\_\_\_

RE: C.H.B. Enterprises  
Inc.

C.O. FEE. DISBURSED

<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. Filing		
Corp. Record Search		
Ltd. Partnership Filing		
<input checked="" type="checkbox"/> Foreign Corp. Filing		
( ) Cert. Copy(s)		
Art. of Amend. Filing		
<input checked="" type="checkbox"/> Dissolution/Withdrawal		
O U B. <i>G/S</i>		
Fictitious Name Filing		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		

**SUBTOTALS**

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**FILED**  
 96 JAN -9 AM 10:48  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
**RECEIVED**  
 96 JAN -9 AM 8:18  
 DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF

C.H.B. ENTERPRISES, INC.

FILED

96 JAN -9 AM 10:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby form this corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I. Corporate Name.

The name of this corporation is C.H.B. ENTERPRISES, INC. (Hereinafter referred to as the "Corporation").

ARTICLE II. Nature of Business.

This corporation is organized for the following purposes:

a. To acquire and manage apartments or other land rights or related properties and to do all things necessary to effect the above purposes for themselves or others, and, in accordance with the laws of the State of Florida, to invest its funds in real estate, mortgages, stocks, bonds or other types of investments, and may own real or personal property.

b. To construct, erect, build, repair and improve houses, buildings, tracts, streets, sidewalks, reservoirs, waterworks, sewers, docks, fills and other structures and improvements of any kind or character whatsoever; to buy, sell, purchase, lease or otherwise acquire, handle, hold and dispose of real and personal property or any interest therein or chooses in action secured thereby; to improve, manage, operate, sell, mortgage, lease or otherwise dispose of any property; to loan money upon such property

and to take mortgages and assignments of mortgages on the same; to lay off, plat or subdivide lands into lots and blocks, and to dedicate parks, streets, highways and alleyways therein; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation.

c. To manage, supervise, operate, control, lease, let and sublet apartments, office buildings, dwelling houses and all kinds and character of property of every nature whatsoever.

d. To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invent, trade, deal in and deal with goods, wares, merchandise and other personal property of every class and description whatsoever.

e. To buy, sell, manufacture, repair, alter and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said businesses, or commonly supplied or dealt in by persons engaged in any such businesses, or which may seem capable or being profitably dealt with in connection with any of the said businesses.

f. To guarantee, to acquire by purchase subscription or otherwise, hold for investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of the State of Florida, or any other state or government, domestic or

foreign; and while the owner of any such stocks, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty, or in any other manner whatsoever so far as the same may be permitted in the case of corporations organized under the General Corporation Laws of the State of Florida, any corporation whose stocks, bonds, securities or other obligations are or may be in any manner and at any time owned, held or guaranteed, and to do any and all other acts or things for the preservation, protection, improvement or enhancement in value of any such stocks, bonds, securities or other obligations; and to do all and any such acts or things designed to accomplish any such purpose.

g. To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

h. To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments and other bodies. Particularly to engage in the hiring of personnel or the management of personnel for cruise lines or related ships or shipping whether national or international and to do any and all things in connection with the transport of any such personnel.

i. To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or otherwise dispose of, letters patent of

the United States or of any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade marks and trade names or pending applications therefor relating to or useful in connection with any business of the corporation or any other corporation in which the corporation may have an interest as a stockholder or otherwise.

j. To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchise, or for any other lawful purpose of its corporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness as payable at a specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for monies borrowed, or in payment for the property acquired, or for any of the objects of its business; to secure the same by mortgage or mortgages, or deed or deeds of trust or pledge or other lien upon any and all of the property, rights, privileges, or franchises of the corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holders of any debentures, bonds or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof, subject, however, to the provisions of Article II. hereof.

k. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds secured or evidences of indebtedness created

by any other corporation or corporations, and while owning said stock to exercise all rights, powers, and privileges of ownership, including the right to vote thereon.

1. To purchase, sell and transfer shares of its own capital stock.

m. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

To have and to exercise all the powers now or hereafter conferred by Laws of the State of Florida upon corporations organized pursuant to the laws under which this corporation is

organized and any and all acts amending said law or supplement thereto.

**ARTICLE III. Capital Stock.**

The amount of the total authorized capital stock of the corporation shall be One Hundred (100) shares of Common Stock of Five (\$5.00) Dollars par value.

**ARTICLE IV. Initial Capital.**

The amount of capital with which the corporation shall begin business shall be Five Hundred and no/100 (\$500.00) Dollars.

**ARTICLE V. Corporate Existence.**

The corporation shall have perpetual existence.

**ARTICLE VI. Registered Office and Registered Agent.**

The principal place of business of said corporation is to be located in Miami, Florida, at 11350 Dunbar Drive, with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries. L. T. Cryer is hereby designated as Registered Agent of the corporation and whose mailing address is 11350 Dunbar Drive, Miami, Florida 33176.

**ARTICLE VII. Number of Directors.**

The affairs of the corporation shall be conducted by a Board of not less than three (3) directors, who need not be stockholders.

**ARTICLE VIII. Directors and Officers.**

The name and post office address of the first Board of Directors of the corporation, who, subject to the provisions of this Certificate of Incorporation and the By-Laws and General

Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until successor is elected and qualified, are as follows:

L. T. CRYER, DDS	11350 Dunbar Drive Miami, Florida 33176
WENDELL CARR	17900 S.W. 160th Street Miami, Florida 33187
DONALD HOLLIS	14820 Louis Street Miami, Florida 33176
ALPHONSO BURKHALTER	19601 S.W. 136th Avenue Miami, Florida 33177

Initially the office of President, Vice-President, Secretary and Treasurer shall be held by:

L. T. CRYER, DDS	11350 Dunbar Drive Miami, Florida 33176	President
WENDELL CARR	17900 S.W. 160th Street Miami, Florida 33187	Vice-President
DONALD HOLLIS	14820 Louis Street Miami, Florida 33176	Treasurer
ALPHONSO BURKHALTER	19601 S.W. 136th Avenue Miami, Florida 33177	Secretary

until successor is elected and qualified.

#### ARTICLE IX. Subscribers.

The name and post office address of the subscribers of this Certificate of Incorporation, and a statement of the number of shares of stock which they agree to take is as follows:

L. T. CRYER, DDS	11350 Dunbar Drive Miami, Florida 33176	25 shares
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WENDALL CARR	17900 S.W. 160th Street Miami, Florida 33187	25 shares
DONALD HOLLIS	14820 Louisa Street Miami, Florida 33176	25 shares
ALPHONSO BURKHALTER	19601 S.W. 136th Avenue Miami, Florida 33177	25 shares

**ARTICLE I. Amendments.**

The Articles of Incorporation may be amended by an amendment proposed by a member of the Board of Directors, and adopted by the affirmative vote of a majority of the members of the Board of Directors of the corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, on this 29<sup>th</sup> day of November, 1995.

L. T. CRYER  
L. T. CRYER, DDS

Wendell H. Carr  
WENDELL CARR

Donald Hollis  
DONALD HOLLIS

Alphonso Burkhalter  
ALPHONSO BURKHALTER

STATE OF FLORIDA     )  
                              SS:  
COUNTY OF DADE     )

Personally appeared before me, the undersigned authority, L. T. CRYER, DDS, known to me to be the persons described in and who executed the foregoing Articles of Incorporation.

Witness by my hand and seal at Miami, Dade County, Florida,  
this 29<sup>th</sup> day of November, 1995.

Deborah A. Hollis  
Notary Public - State of Florida

My Commission Expires:

STATE OF FLORIDA )

SS:

COUNTY OF DADE )

OFFICIAL NOTARY SEAL  
DEBORAH A. HOLLIS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC22915  
MY COMMISSION EXPIRES AUG. 27, 1996

Personally appeared before me, the undersigned authority,  
WENDALL CARR, known to me to be the persons described in and who  
executed the foregoing Articles of Incorporation.

Witness by my hand and seal at Miami, Dade County, Florida,  
this 29<sup>th</sup> day of November, 1995.

Deborah A. Hollis  
Notary Public - State of Florida

My Commission Expires:

STATE OF FLORIDA )

SS:

COUNTY OF DADE )

OFFICIAL NOTARY SEAL  
DEBORAH A. HOLLIS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC22915  
MY COMMISSION EXPI. AUG. 27, 1996

Personally appeared before me, the undersigned authority,  
DONALD HOLLIS, known to me to be the persons described in and who  
executed the foregoing Articles of Incorporation.

Witness by my hand and seal at Miami, Dade County, Florida,  
this 29<sup>th</sup> day of November, 1995.

Deborah A. Hollis  
Notary Public - State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL  
DEBORAH A. HOLLIS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC22915  
MY COMMISSION EXPI. AUG. 27, 1996

STATE OF FLORIDA     )  
                                  SS:  
COUNTY OF DADE     )

Personally appeared before me, the undersigned authority,  
ALPHONSO BURKHALTER, known to me to be the persons described in and  
who executed the foregoing Articles of Incorporation.

Witness by my hand and seal at Miami, Dade County, Florida,  
this 29<sup>th</sup> day of November, 1995.

Deborah A. Hollis  
Notary Public - State of Florida  
My Commission Expires:

OFFICIAL NOTARY SEAL  
DEBORAH A. HOLLIS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC223915  
MY COMMISSION EXPI. AUG. 27, 1996

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named initial Registered Agent to accept service  
of process on the corporation at the initial registered office  
designated in the Articles of Incorporation, I hereby accept such  
status and consent to act in this capacity and agree to comply with  
all the requirements of law pertaining thereto.

L. T. Cryer  
L. T. CRYER, DDS  
REGISTERED AGENT

95 JAN -9 AM 10:48  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA