

P96000012366

CAPRICORN PRODUCTS, INC.
322 Monroe Street #3
Hollywood, Florida 33019

January 18, 1996

Secretary of State
Corporation Division
P.O. BOX 6327
Tallahassee, Florida 32314

Dear Sir:

Enclosed please find an original executed and copy of the Articles of Incorporation for Capricorn Products, Inc.

Please send me a certified copy of the Articles of Incorporation after the filing of same.

I am also enclosing a check in the amount of \$122.50, payable to The Secretary of State of Florida.

Thank you for your cooperation in this matter.

Very Truly Yours,
Rosemarie Hentschel
Rosemarie Hentschel
President
CAPRICORN PRODUCTS, INC.

FILED
96 FEB -8 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500001697695
-01/25/96--01033--016
****122.50 ****122.50

Dmc
2-8-96

615,611



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

January 20, 1996

ROSEMARIE HENTSCHEL
CAPRICORN PRODUCTS, INC.
322 MONROE STREET #3
HOLLYWOOD, FL 33019

SUBJECT: CAPRICORN PRODUCTS, INC.
Ref. Number: W96000002165

We have received your document for CAPRICORN PRODUCTS, 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 396A00003779

ARTICLES OF INCORPORATION
OF
CAPRICORN PRODUCTS, INC.

FILED

96 FEB -8 PM 1:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is CAPRICORN PRODUCTS, INC.

ARTICLE II - Commencement of Existence and Duration

This Corporation is to commence its corporate existence on the date of the filing of these Articles of Incorporation pursuant to Florida Statute §607.167 and shall exist perpetually thereafter until dissolved sooner according to law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital

The corporation is authorized to issue 500 shares of ONE DOLLAR (\$1.00) par value common stock. Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued

until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors. Any and all the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two Directors initially. The number of Directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and street address of the initial Directors who shall office until a successor, who shall be chosen at the first meeting of the stockholders, has qualified, shall be:

NAME

ADDRESS

Rosemarie Hentschel

Rosemarie Hentschel

Mirtha Paulina Torres

Mirtha P. Torres

322 Monroe Street, #3
Hollywood, Florida 33019

2016 N. W. 89th Avenue
Pembroke Pines, Fl. 33024

ARTICLE VI - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VII - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VIII - Amendment

The shareholders reserve the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Board of Directors is subject to this reservation.

ARTICLE IX - Incorporator

The name and address of the Incorporator to these Articles of Incorporation is:

NAME

ADDRESS

Rosemarie Hentschel

322 Monroe Street, #3
Hollywood, Fl. 33019

Rosemarie Hentschel

ARTICLE X - Principal Office and Mailing Address

The principal office and mailing address for the corporation is 322 Monroe Street, #3, Hollywood, Florida 33019.

ARTICLE XI - Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 322 Monroe Street, #3, Hollywood, Florida 33019 and the name of the initial registered agent of the corporation at that address is Rosie Marie Hentschel.

IN WITNESS WHEREOF, the undersigned, as Incorporator, does hereby execute these Articles of Incorporation this 20 day of January, 1996.

Rosemarie Hentschel
ROSEMARIE HENTSCHEL

RESIDENT AGENT CERTIFICATE

FILED

Pursuance to Chapter 48.901, Florida Statutes and in compliance with said Act, CAPRICORN PRODUCTS, INC., desiring to organize under the laws of the State of Florida, with its initial office, as indicated in the Articles of Incorporation, in the City of Pembroke Pines, County of Broward, State of Florida, has named Rosemarie Hentschel as its agent to accept service of process within this State.

ACKNOWLEDGMENT

The undersigned having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ROSEMARIE HENTSCHEL