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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

John S. Winnie
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February 13, 1995
Corporate Division
New Filing
P.O. Box 6237
Tallahassee, FL 32314

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*****122.50 *****122.50

Gentlemen;

Enclosed please find the original Articles of Incorporation for the corporation; Caribbean International Development Corporation. Also find a copy thereof and the original consent of the Registered Agent.

A draft in the amount of \$122.50 is enclosed for filing and registration of the Resident Agent.

Please return the enclosed copy of the articles with the appropriate filing information to this office at your earliest convenience.

Sincerely,

John S. Winnie
John S. Winnie

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6634
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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 19, 1996

JOHN S. WINNIE
1100 5TH AVENUE SOUTH STE 211
NAPLES, FL 33940

SUBJECT: CARIBBEAN INTERNATIONAL DEVELOPMENT CORPORATION
Ref. Number: W9600003717

We have received your document for CARIBBEAN INTERNATIONAL DEVELOPMENT CORPORATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 396A00007139

**ARTICLES OF INCORPORATION
OF
CARIBBEAN INTERNATIONAL DEVELOPMENT CORPORATION**

THE UNDERSIGNED acting as the sole incorporator of a corporation to be formed under the Florida General Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the Corporation (the "Corporation") is CARIBBEAN INTERNATIONAL DEVELOPMENT CORPORATION.

SECOND: The purpose or purposes for which the Corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is one thousand (1,000) shares of common stock, and the par value of each such share is one dollar, (\$1.00), amounting to One Thousand Dollars, (\$1,000.00).

FOURTH: The street address of the initial registered office of the Corporation is Winnie and Winnie Attorneys, Suite 211, 1100 Fifth Avenue South, Naples, FL 33940, and the name of its initial registered agent at such address is John S. Winnie.

FIFTH: The name and address of the sole incorporator is John S. Winnie, Suite 211, 1100 Fifth Avenue South, Naples, FL 33940. The sole incorporator shall have no interest in the corporation other than as organizational attorney and shall serve in such capacity until the adoption of resolutions organizing the Corporation.

Sixth: Upon the offering or sale by the Corporation for cash of its shares of capital stock, including without limitation, warrants, subscription rights or options to acquire shares (collectively "convertible securities"), whether out of the number of shares of capital stock now authorized or out of shares of capital stock of the corporation acquired by it after issuance, each shareholder shall have the preemptive right to the

fullest extent provided by law and the provisions of these Articles of Incorporation to purchase such shares or convertible securities in proportion to the number of shares held by such shareholder, within the time and on the terms fixed by the Board of Directors of the Corporation.

SEVENTH: The principle office of the corporation shall be located at 1100 Fifth Ave. South, Suite 201, Naples Fl 33940

IN WITNESS WHEREOF, The undersigned, being the sole incorporator hereinbefore named, solely for the purpose of forming a corporation under the Florida General Corporation Act has executed these Articles of Incorporation this 21st day of February, 1996.

John S. Winnie
John S. Winnie
Sole Incorporator

STATE OF FLORIDA)

) SS:

COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 21 st day of February, 1996, by John S. Winnie as sole incorporator of CARIBBEAN INTERNATIONAL DEVELOPMENT CORPORATION



ELIZABETH ANN WINNIE
My Commission CC441158
Expires Feb. 22, 1999
Bonded by HAI
000-422-1555

Elizabeth Ann Winnie
Notary Public

My commission expires : 2/22, 1999.

I, John S. Winnie, having been designated to act as Registered agent, hereby agree to act in this capacity.

John S. Winnie
John S. Winnie