

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)274-8870
 Mailing Address: Post Office Box 10349, 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 \$ _____

W96-4905
12/6/96

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

WALK-IN *3/5*
 Will Pick Up *2:00*

196000000358

No. 52345

RE: *AUDSO, COPERED*

96 MAR -6 AM 9:00

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Onptal Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
Corp. Record Search	_____	_____
Ltd. Partnership File	_____	_____
Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> () Cert. Copy(s)	_____	_____
Art. of Amend. File	_____	_____
<input checked="" type="checkbox"/> Dissolution/Withdrawal	_____	_____
<i>65</i>	_____	_____
Fictitious Name File	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search	_____	_____
Driving Record	_____	_____
Document Retrieval	_____	_____
UCC 1 or 3 File	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
File No.'s, _____ Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ()	_____	_____
Top Priority	_____	_____
Express Mail Prop.	_____	_____
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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 5, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ANDJO, CORP.
Ref. Number: W96000004905

We have received your document for ANDJO, CORP. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 796A00009768

CORRECTED

RECEIVED
95 MAR -5 AM 8:57
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
ANDJO, CORP.**

FILED
96 MAR -6 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms 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 ANDJO, CORP. (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.

l. 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 an 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 (\$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 846 N.W. 3rd Avenue, 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. Amy McGrotty, is hereby designated as Registered Agent of the corporation and whose mailing address is 846 N.W. 3rd Avenue, Miami, Florida 33136.

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:

ANDREW CAREY 846 S.W. 3rd Avenue
Miami, Florida 33136

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

ANDREW CAREY 846 S.W. 3rd Avenue
Miami, Florida 33136

President, Vice-President,
Secretary & Treasurer

until successor is elected and qualified.

ARTICLE IX. Subscribers.

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

AMY McGROTTY 17021 N.E. 6th Avenue 100 shares
N. Miami Beach, FL 33162

ARTICLE X. 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 4th day of March, 1996.



AMY McGROTTY

STATE OF FLORIDA)
 SS:
COUNTY OF DADE)

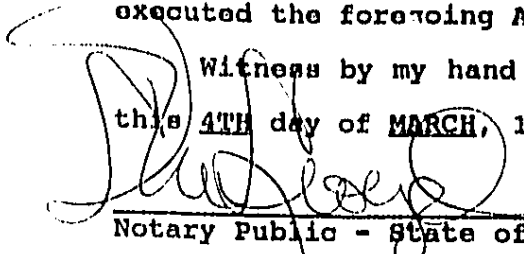
FILED

96 MAR -6 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Personally appeared before me, the undersigned authority, AMY
McGROTTY, 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 4TH day of MARCH, 1996.



Notary Public - State of Florida

My Commission Expires:



LISA M. LLOYD
MY COMMISSION # 05242940 EXPIRES
DECEMBER 12, 1996
BOND TO SURETAY FARM INSURANCE, INC.

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 these 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.



AMY McGROTTY
REGISTERED AGENT

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1232

P96000020358

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 \$ _____

RE: ANDJO, CLRP. No 52744

☐ Cert. Copy(a)
☒ Art. of Amend. Filo
☐ Dissolution/Withdrawal
☐ C U B.
☐ Flotitious Name Filo
☐ Name Reservation
☐ Annual Report/Reinstatement
☐ Reg. Agent Service
☐ Document Filing
☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval
☐ UCC 1 or 3 Filo
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Filo No.'s, Copies
☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prop.
☐ 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

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME 11:30 CK No. _____
 BY MC

WALK-IN
 Will Pick Up 4/8 4:30

corrected
 per
 Nicole



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

April 9, 1996

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ANDJO, CORP.
Ref. Number: P96000020358

We have received your document for ANDJO, CORP. and your check(s) totaling \$87.50. 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").

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) 487-6957.

Joy Moon-French
Corporate Specialist

[Handwritten signature]

Letter Number: 296A00016126

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANDJO, CORP.

FILED
96 APR 30 PM 3:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 607.1002, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST, The name of the corporation is: ANDJO, CORP.

SECOND, The following amendment(s) to the articles of incorporation were adopted by the corporation:

A. The subscribers of ANDJO, CORP. shall be changed to read as follows:

ANDREW CAREY	846 N.W. 3RD AVENUE MIAMI, FL 33136	50 SHARES
JOSEPHINE CAREY	846 N.W. 3RD AVENUE MIAMI, FL 33136	50 SHARES

B. The number of directors of ANDJO, CORP. shall be changed as follows:

The affairs of the corporation shall be conducted by a Board of not less than one (1) director, who need not be a stockholder.

C. The registered agent of ANDJO, CORP. shall be changed and the registered agent shall be as follows:

ANDREW CAREY	846 N.W. 3RD AVENUE MIAMI, FL 33136
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THIRD, The amendment(s) were adopted by the Directors and shareholders of the corporation on the 1st day of April, 1996.

ANDJO, CORP.

AMY McGROTTY, STOCKHOLDER

By: Andrew M. Carey
President and Secretary

ACKNOWLEDGED TO AND ACCEPTED BY: ANDREW CAREY Andrew M. Carey

STATE OF FLORIDA

COUNTY OF DALL

Before me, the undersigned authority, personally appeared AMY McGROTTY AND ANDREW CAREY, to me well known to be the person(s) who executed the foregoing articles of amendment to the articles of incorporation and acknowledged before, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

☒ Personally Known

☐ Produced Identification

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2nd day of April, 1996.

Lisa M. Lloyd
Notary Public

My Commission Expires:



LISA M. LLOYD
MY COMMISSION # CG 243240 EXPIRES
December 12, 1996
BONDED THIRD TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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 ANDJC, CORP.
2. The name and street address of the registered agent and office is ANDREW CAREY, 846 N.W. 3RD AVENUE, MIAMI, FL 33136.

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 PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

Andrew Carey
ANDREW CAREY