

P96000026537

CAYLIN, INC.  
P.O. BOX 164039  
MIAMI, FL. 33116-4039

MARCH 06, 1996

380000017880043  
-03/12/96--01000--012  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Fla 32314

RE: CAYLIN, INC.

Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation for the above Corporation and original and one copy of the form designating resident agent.

Also enclosed is a check in the amount of \$122.50 to cover the following.

Filing Fee \$ 35.00  
Certified Copy 52.50  
Registered Agent Designation 35.00

\$ 122.50  
=====

EFFECTIVE DATE

3-6-96

Please return the certified copy of the Articles of Incorporation to the above address.

Truly yours,

Carlos Alvarez

C.H.V. ACCOUNTING, INC  
801 S. Bayshore Drive #368  
Miami, FL 33131

Dmc  
3-15-96

502

Christy

12307 SW 132 Ct  
Miami, 33186



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 15, 1996

CARLOS ALVAREZ  
P.O. BOX 164039  
MIAMI, FL 33116-4039

SUBJECT: CAYLINK, INC.  
Ref. Number: W96000005096

We have received your document for CAYLINK, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 996A00011784

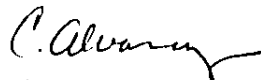
March 20, 1996

Doris McDuffie  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Ms. McDuffie:

Per our phone conversation, the name "CAYLINK, INC" is taken, however it is not the name we are requesting, as you can see on the incorporation papers. Due to a typographical error we are still requesting that the name "CAYLIN, INC.", be incorporated for us, even though it is similar to that of the typographical error. We feel as though when pronouncing them there is a significant difference. We thank you for correcting this error and processing our paper work. If there are any questions, please feel free to contact my office at (305) 278-2360.

Sincerely,



Carlos Alvarez

CAA/csh



ARTICLES OF INCORPORATION

CAYLIN, INC.

FILED

96 MAR 12 AM 9:36

I, the undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract, and desiring to form a Corporation under the laws of the State of Florida, hereby certify as follows:

ARTICLE I

The name of the corporation is: CAYLIN, INC.

EFFECTIVE DATE

3.6.96

ARTICLE II

This corporation shall have perpetual existence beginning on: MARCH 6, 1996

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be 100 shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

The street of the initial registered and principal office of this corporation shall be:

Carlos Alvarez

12307 SW 132 Court  
Miami, Florida 33186

P.O. BOX 164039

Miami, Fl. 33116-4039

or at such other places as may later be designated by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may from time to time be authorized by it's Board of Directors.

ARTICLE VI

The name of the initial registered agent of this corporation shall be:

Carlos Alvarez

whose address shall be the address of the registered office of this corporation.

#### ARTICLE VII

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than 1 and no more than 3 as shall from time to time be designated in the By-Laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

#### ARTICLE VIII

The name and street addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws of this corporation, and the Laws of the State of Florida, shall hold office for the first year of corporate existence or until their successors are elected and are duly qualified, are:

<u>NAMES</u>	<u>DIRECTOR</u>	<u>ADDRESS</u>
<u>Carlos Alvarez</u>	<u>President</u>	<u>P.O. BOX 164039</u> <u>MIAMI, FL. 33116-4039</u>
<u>Iylene Miller</u>	<u>Vice-Pres.</u>	<u>3812 Bell Grande Dr.</u> <u>Valrico, FL. 33594</u>

#### ARTICLE IX

The name and street addresses of each incorporator of this corporation is:

<u>Carlos Alvarez</u>	<u>President</u>	<u>P.O. BOX 16439</u> <u>MIAMI, FL. 33116-4039</u>
<u>Iylene Miller</u>	<u>Vice-Presidente</u>	<u>3812 Bell Grande Dr.</u>

#### ARTICLE X

The By-Laws of this corporation may be created, amended or changed by either the Stockholder or the Directors at any regular or duly scheduled special meeting.

#### ARTICLE XI

This corporation shall have in addition to a President, a Vice-President, Secretary and Treasurer, such other additional officer as may be created from time to time, by and under authorization of it's By-Laws. A failure to elect a President, a Secretary or a Treasurer shall not affect the existence of the corporation.

#### ARTICLE XII

All officers, agents and factors shall be chosen in such manner, hold their offices, for such terms and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

ARTICLE XIII

Every person who now is or hereafter shall become a Director of this Corporation, shall be indemnified by the corporation against all costs and expenses (including attorney's fees) here after reasonably incurred by or imposed upon him in connection with or resulting from any action, suit or proceeding of whatever nature, to which he is or shall be made a part by reason of his being or having a Director of the corporation (whether or not he is a Director of the corporation at the time he is made a party to such action, suit, or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he shall be finally adjusted in such actions, suit, or proceeding to have been derelict in the performance of the duties imposed on him as such Director.

The right of indemnification herein provided shall not be exclusive of the other rights to which any such persons may now or hereafter be entitled as a matter of law.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledge these ARTICLES OF INCORPORATION this 06TH day of March 1996.

*Carlos Alvarez*  
Subscriber

OF FLORIDA) ) SS  
COUNTY OF DADE )

I, HEREBY CERTIFY that on the 06th day of March 1996 personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgements:

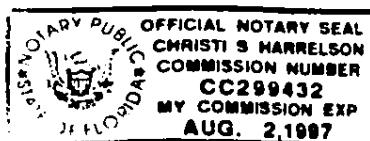
Carlos Alvarez  
to me well known and known to me the person who executed the foregoing Articles of Incorporation, and acknowledge that he signed and executed the same for the uses and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, County of Dade, State of Florida, the day and year above written.

*Christi S. Harrelson*  
Notary Public, State of Florida  
*Christi S. Harrelson*

My Commission Expires:

8.2.97

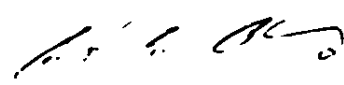


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes the following is submitted in compliance with said Act: That Caylin Inc. Desiring to organize under the laws of the State of Florida and with it's principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida has name Carlos Alvarez, located at 12307 SW 132 Court, Miami, Florida, 33186, accept service of process within this State.

ACKNOWLEDGMENT

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

By:   
Registered Agent

FILED  
MAR 12 AM 5:56  
CLERK OF DISTRICT COURT  
MIAMI, FLORIDA