

P96000058505

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) 222-1222

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 \$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/12		
TIME	930		CK No. _____
BY	JD		

WALK-IN
Will Pick Up _____

RE: Calisco Management, Inc. No 52813

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

**ARTICLES OF INCORPORATION
OF
CARRASCO MANAGEMENT, INC.**

FILED
95 JUN 12 AM 10:05
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Carrasco Management, Inc. (the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The mailing and street address of the initial registered office of this Corporation is 2665 South Bayshore Drive, Suite 1004, Miami, Florida 33133; and the name of the initial registered agent of this Corporation is Jeffrey E. Levey, P.A.

ARTICLE V - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the principal office of this Corporation is 6220 N.W. 173rd Street, Apartment 723, Miami, Florida 33015.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) initial directors. The number of directors may be either increased or decreased from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

Fernando A. Carrasco
6220 N.W. 173rd Street
Apt. 723
Miami, Florida 33015


Angel J. Carrasco
6220 N.W. 173rd Street
Apt. 723
Miami, Florida 33015

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Jeffrey E. Levey, Esquire
Jeffrey E. Levey, P.A.
2665 South Bayshore Drive
Suite 1004
Coconut Grove, Florida 33133

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 11th day of July, 1996.


Jeffrey E. Levey, Esq.
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That Carrasco Management, Inc. (the "Corporation"), desiring to organize under the laws of the State of Florida, has named Angel Carrasco as its agent to accept service of process within this state.

Jeffrey E. Levey, P.A.
2665 South Bayshore Drive
Suite 1004
Coconut Grove, Florida 33133

FILED
96 JUL 12 AM 10:06
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further, agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 11th day of July, 1996.

JEFFREY E. LEVEY, P.A.

By: 

Jeffrey E. Levey, President
Registered Agent

P96000058505

JEFFREY E. LEVEY, P.A.
2685 South Bayshore Drive
Suite 1004
Coconut Grove, Florida 33133

Jeffrey E. Levey

Michelle Haft Hudson

Telephone: (305) 858-8840
Telecopier: (305) 858-4088

October 23, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700001989087--3
-10/29/96--01122--004
*****35.00 *****35.00

Re: Carrasco Management, Inc. - Change of Registered Office and Registered Agent for Corporations

Dear Sir/Madam:

In connection with the above referenced matter, enclosed please find our check no. 2162 in the amount of \$35.00 for the change of registered office and agent for the above-referenced corporation.

If you should have any questions, please contact me at telephone number (305) 858-8840.

Thanking you for your prompt attention to this matter.

Very truly yours,

Victoria Velunza
Victoria Velunza
(Assistant to Jeffrey E. Levey)

FILED
96 OCT 28 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/vv
Enclosure

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LAJg
P96000058505

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1506, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Carrasco Management Inc.

1b. Date of Incorporation July 12, 1996 Document number PA6000058505

2. The name and address of the current registered agent and office:

Jeffrey E. Levey, P.A., 2605 South
Bayshore Drive, #1004, Coconut Grove, FL 33133

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

Angel Carrasco, 6220 N.W. 173rd Street,
#723, Miami, FL 33015

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Angel Carrasco
SIGNATURE
10-7-96
DATE

ANGEL CARRASCO
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Angel Carrasco
(Registered Agent)
DATE 10-7-96

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

FILING FEE: \$35.00

FILED
OCT 28 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA