

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6324
Tallahassee, FL 32314

SUBJECT: CARIBBEAN ASSOCIATED BUYERS, INC.
(Proposed corporate name - must include suffix)

4000001952874
-03/20/96--01055--D16
*****131.25 *****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: CARLOS BENITEZ

Name (printed or typed)

13826 S.W. 11 St

Address

MIA - 71- 33184

City, State & Zip

(305) 227-9800

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 20 AM 11:47

FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

95 SEP 20 AM 11:47
T
E
D
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

CARIBBEAN ASSOCIATED BUYERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

13800 S.W. 8 ST - SUITE #146
MIA. FL- 33184

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CARLOS A. BENITEZ
13826 S.W. 11 ST
MIA. FL- 33184

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

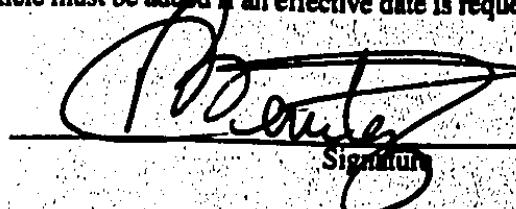
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CARLOS A BENITEZ
13826 S.W. 11 ST
MIA-71-33184

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

10th day of September, 1996.

(An additional article must be added if an effective date is requested.)


Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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:

CARIBBEAN Associated Buyers, Inc.

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

Carlos A Benitez
(NAME)
13826 S.W. 11 Ct
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)
MIA-71-33184
(CITY/STATE/ZIP)

FILED

96 SEP 20 AM 11:47

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 my position as registered agent.

Benitez
(SIGNATURE)

9/6/96
(DATE)