

PC96000081154

RECEIVED
96 OCT -1 PM 1:38
DIVISION OF CORPORATION

October 1, 1996

FILED
96 OCT -1 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY HAND DELIVERY

Florida Department of State
Corporations Division
409 E. Gaines Street
Tallahassee, FL 32399

800001961728
-10/01/96--01145--022
78.75 **78.75

Re: Caribbean Avenue, Inc.

Ladies and Gentlemen:

Enclosed for filing are the Articles of Incorporation of Caribbean Avenue, Inc. Also enclosed is a check in the amount of \$78.75 in payment of the filing fee and for issuing a Certificate of Existence. Please date stamp the enclosed copy of the document and return it to the courier.

Thank you very much for your assistance with this filing. If you have any questions regarding the enclosed, please call me at (904) 413-1145.

Sincerely yours,

Ker J. Sparks

Ker J. Sparks

Enclosure
AD962740.163

Will wait

nc OCT 1 1996

**ARTICLES OF INCORPORATION OF
CARIBBEAN AVENUE, INC.**

ARTICLE ONE

Name

The name of the corporation is CARIBBEAN AVENUE, INC.

FILED
96 OCT -1 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE TWO

Purpose

The corporation is a Corporation for Profit under the provisions of Chapter 607 of the Florida Business Corporation Act. The corporation is organized for the exclusive purposes of acquiring real property and holding title to, and collecting income from, such property; and remitting the net income from such property to its shareholders, who are organizations described in section 501(c)(25)(C) of the Internal Revenue Code of 1986, as amended (or any similar provision of any similar statute hereafter enacted).

ARTICLE THREE

Authorized Shares

The corporation shall have only one class of stock and shall have the authority to be exercised by the Board of Directors to issue not more than one thousand shares (1,000) shares of capital stock, par value \$1.00 per share, all of which shall be designated "Common Stock." The Common Stock shall have unlimited voting rights and shall be entitled to receive the net assets of the corporation upon dissolution.

ARTICLE FOUR

Shareholders

The corporation shall have the power to admit up to 35 shareholders in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges as may be provided from time to time in the Bylaws of the corporation and as are not inconsistent with any provision of these Articles of Incorporation. The shareholders shall have the right to dismiss the corporation's investment advisor, if any, upon an affirmative vote of a majority of the shareholders. Each shareholder shall have the right to terminate its interest in the corporation by either (a) selling or exchanging its stock to any organization described in section 501(c)(25)(C) of the Internal Revenue Code of 1986, as amended (or any similar provision of any similar statute hereafter enacted), provided however, that such sale does not result in an increase in the number of shareholders above 35; or (b) by having its stock redeemed by the corporation upon 90 days notice.

ARTICLE FIVE

Registered Office and Agent

The initial registered office of the corporation is located at 1801 Hermitage Boulevard, Suite 600, Tallahassee, Florida 32308. The initial registered agent of the corporation at its registered office is Horace Schow II.

ARTICLE SIX

Incorporator

The name and address of the incorporator is as follows:

Horace Schow II
1801 Hermitage Boulevard
Suite 600
Tallahassee, Florida 32308

ARTICLE SEVEN

Principal Office

The mailing address of the initial principal office of the corporation is 1801 Hermitage Boulevard, Suite 600, Tallahassee, Florida 32308.

ARTICLE EIGHT

Board of Directors

The Board of Directors shall have general charge of the affairs and any property and assets of the corporation. It shall be the duty of the directors to carry out the purposes and functions of the corporation. The directors shall be elected in accordance with the Bylaws of the corporation and shall have the powers and duties set forth in these Articles of Incorporation and in the Bylaws.

ARTICLE NINE

Composition of Directors

The Board of Directors shall consist of at least two directors, with the exact number to be fixed from time to time in the manner provided in the Bylaws of the corporation. The initial Board of Directors shall consist of two (2) members whose names and addresses are as follows and who shall serve as the corporation's directors until their successors are duly elected and qualified:

<u>Name</u>	<u>Address</u>
Douglas W. Bennett	1801 Hermitage Boulevard Suite 600 Tallahassee, Florida 32308
Todd A. Miller	1801 Hermitage Boulevard Suite 600 Tallahassee, Florida 32308

ARTICLE TEN

Shareholder Action by Less Than Unanimous Written Consent

Any action that is required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if the action is taken by persons who would be entitled to vote at a meeting shares having voting power to cast not less than the minimum number (or numbers, in the case of voting by groups) of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted. The action must be evidenced by one or more written consents describing the action taken, signed by shareholders entitled to take action without a meeting and delivered to the corporation for inclusion in the minutes or filing with the corporate records.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 1st day of October, 1996.

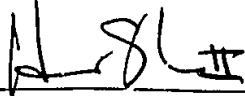


Horace Schow II
Incorporator

ACCEPTANCE OF APPOINTMENT

Pursuant to the provisions of Sections 607.0202 and 607.0501(3) of the Florida Business Corporation Act, the undersigned acknowledges and accepts its appointment as registered agent of Caribbean Avenue, Inc. and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to keeping the registered office at 1801 Hermitage Boulevard, Suite 600, Tallahassee, Florida 32308. The undersigned is familiar with, and accepts the obligations of Section 607.0505 of the Florida Business Corporation Act.

Dated: October 1, 1996



Horace Schow II

FILED
96 OCT - 1 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA