

PA6000082101

ENRIQUE LANGTON  
835 NE 92 STREET  
MIAMI SHORES, FLA 33138

FILED

96 OCT -3 AM 10:43

751-5803

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
SEPT 10 1996

SEC OF STATE OF FLORIDA  
DEPT OF CORPORATIONS  
STATE OF FLORIDA

I AM PLEASED TO ENCLOSE MY CHECK TO COVER REGISTRATION OF THE ENCLOSED CORPORATION CARIBBEAN AMERICAN DEVELOPMENT CORPORATION.

THANK YOU FOR PROMPT ATTENTION TO THIS REQUEST.

600001948056  
-09/16/96--01051--019  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enrique Langton

Enrique Langton

Article IV - add principal address  
& spelling of corporate name on pg 1

PH

~~296-19574~~  
~~PH~~  
~~9/17/96~~

PH  
10/3/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 17, 1996

ENRIQUE LANGTON  
835 NE 92 ST  
MIAMI SHORES, FL 33138

SUBJECT: CARIBBEAN AMERICAN DEVELOPMENT CORPORATION  
Ref. Number: W96000019574

We have received your document for CARIBBEAN AMERICAN DEVELOPMENT CORPORATION and your check(s) totaling \$70.00. 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"); and the registered agent's signature.

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: 996A00043093

FILED

96 OCT -3 AM 10:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

CARIBBEAN AMERICAN DEVELOPMENT CORPORATION

Article I - Name

The name of this corporation is  
CARIBBEAN AMERICAN DEVELOPMENT CORPORATION

Article II - Duration

This corporation shall commence on the date of FILING  
and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of  
transacting any and all lawful business, including the power:

- a) To have perpetual succession by its corporate name.
- b) To sue and be sued, complain and defend in its  
corporate name in all actions or proceedings.
- c) To have a corporate seal, which may be altered at  
pleasure, and to use the same by causing it, or a facsimile  
thereof, to be impressed, affixed, or in any other manner  
reproduced.
- d) To purchase, take, receive, lease, or otherwise  
acquire, own, hold, improve, use and otherwise deal in and with  
real or personal property or any interest therein, wherever  
situated.
- e) To sell, convey, mortgage, pledge, create a security  
interest in, lease, exchange, transfer, and otherwise dispose of  
all or any part of its property and assets.
- f) To lend money to, and use its credit to assist, its  
officers and employees in accordance with Florida Statute 607.141.
- g) To purchase, take, receive, subscribe for, or  
otherwise acquire, own, hold, vote, use, employ, sell, mortgage,  
lend, pledge, or otherwise dispose of, and otherwise use and deal  
in and with, shares or other interests in, or obligations of,

other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by law within or without this state.

k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

l) To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the laws of Florida, for the administration and regulation of the affairs of the corporation.

m) To make donations for the public welfare or for charitable, scientific, or educational purposes.

n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officer, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

q) To have and exercise all powers necessary or convenient to effect its purposes.

Article IV - Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock with par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The whole or any part of the capital stock of the said Corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Board of Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Board of Directors.

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 20704 N.E. 9 CT MIAMI, FLA 33179 and the name of the initial registered agent of this corporation at that address is MRS E.M. NASH

The principal address is the same.

Article VII - Initial Board of Directors

This corporation shall have ONE director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name(s) and address(es) of the initial director(s) of this

corporation is/are: ENRIQUE LANGTON  
835 N.E. 92 STREET  
MIAMI SHORES, FLA 33138

Article VIII - Incorporator

The name and address of the person signing these

Articles is: ENRIQUE LANGTON  
835 N.E. 92 STREET  
MIAMI SHORES, FLA 33138

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

Article X - Indemnification

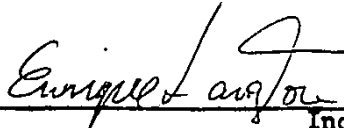
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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

SEPTEMBER, 1996.

  
\_\_\_\_\_  
Incorporator

  
\_\_\_\_\_  
Registered Agent

STATE OF FLORIDA

COUNTY OF DADE

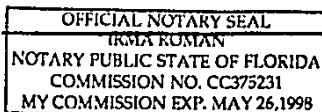
BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared ENRIQUE LANGTON known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and HE acknowledged before me that HE executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid this 11 day of September, 1996.

  
ENRIQUE LANGTON

  
Notary Public, State of Florida

My Commission expires:



ACCEPTANCE BY REGISTERED AGENT

I, EUTRICE M. NASH, AM FAMILIAR WITH & ACCEPT THE DUTIES & RESPONSIBILITIES AS THE REGISTERED AGENT FOR THE SAID CORPORATION TO BE KNOWN AS CARIBBEAN AMERICAN DEVELOPMENT CORPORATION,

*Eutrice M Nash*  
EUTRICE M NASH  
REGISTERED AGENT

**FILED**  
96 OCT -3 AM 10:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA