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TRANSMITTAL LETTER

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

Date: November 06, 1996

FILED
NOV 13 1996
TALLAHASSEE, FLORIDA

Subject: **CariFlor Corp.**

Enclosed please find the original and one copy of the articles of incorporation plus a check in the amount of \$70 for your filing fees.

From: VMI, Inc.
P.O.Box 15885
Plantation, FL 33318-5885
Daytime Phone # (954)791-0200


L. Schmidt

NOV 13 1996

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.

Article 1: Name

The name of the corporation shall be: **CariFlor Corp.**

Article 2: Principal Office

The principal place of business and mailing address of the corporation shall be:
**306 SE 4th Terr.
Dania, FL 33004**

Article 3: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any time is: **100 (One hundred)**

Article 4: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:
**Henry Schmidt
306 SE 4th Terr., Dania, FL 33004**


Article 5: Incorporator(s)

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

**Henry & Dr. Gabriele Schmidt
306 SE 4th Terr., Dania, FL 33004**

The undersigned incorporator has executed these Articles of Incorporation this **November 05, 1996**

Signature(s)


Henry Schmidt


Dr. Gabriele Schmidt

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: CARIFLOR CORP.
2. The name and address of the registered agent and office is:

Henry Schmidt
306 SE 4th Terr., Dania, FL 33004

Having been named as registered agents and to accept service of process for the above stated corporation at the place designated in this certificate, we hereby accept the appointment as registered agents and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of our position as registered agents.


Henry Schmidt

Signatures