



LAW OFFICES

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PAUL B. STEINBERG (FLA. & D.C.)  
ROBERT D. SLEWETT (FLA.)  
ROBERT H. YAFFE (FLA.)  
MORRIS L. STEINBERG (N.Y.)

PLEASE REPLY TO OUR  
MIAMI BEACH OFFICE

7000015566

February 12, 1997

700002088077--5  
-02/17/97--01025--002  
\*\*\*122.50 \*\*\*122.50

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

**RE: Caribbean Connection, Inc.**

Gentlemen:

Enclosed herewith please find the original and a copy of the Articles of Incorporation of Caribbean Connection, Inc., duly executed by the Incorporator and Registered Agent thereof.

I am also enclosing a check in the amount of One hundred twenty-two dollars and 50/100 (\$122.50) representing the fee for the filing of these Articles of Incorporation and a certified copy.

Please return same to my office via the enclosed envelope.

Should you have any questions, please contact the undersigned.

Very truly yours,

**ROBERT H. YAFFE**  
For the firm

FILED  
97 FEB 14 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RHY/em  
enc.

NEW YORK OFFICE  
674 FIFTH AVENUE  
2ND FLOOR  
NEW YORK, N.Y. 10036  
(212) 391-2080

**ARTICLES OF INCORPORATION  
OF**

**CARIBBEAN CONNECTION, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**CARIBBEAN CONNECTION, INC.**

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock having \$1.00 par value. The corporation will begin business with Five Hundred (\$500.00) Dollars in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

**ARTICLE IV. PRINCIPAL PLACE OF BUSINESS**

The street address of the initial principal place of business of the corporation shall be 1941 NE 197<sup>th</sup> Terrace, North Miami Beach, FL 33179 or such other location as the Board of Directors may designate.

**ARTICLE V. TERM OF EXISTENCE**

This corporation shall exist perpetually.

**FILED**  
9 FEB 14 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

#### ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) directors initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

#### ARTICLE VII. OFFICERS

The name and street address of the initial officers of this corporation are:

**NAME/ADDRESS**

**POSITION**

David H. Williams  
1941 NE 197<sup>th</sup> Terrace  
North Miami Beach, Florida 33179

President/Secretary

Marcie B. Williams  
1941 NE 197<sup>th</sup> Terrace  
North Miami Beach, Florida 33179

Treasurer

#### ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber of this corporation is:

David H. Williams  
1941 NE 197<sup>th</sup> Terrace  
North Miami Beach, Florida 33179

#### ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 767 Arthur Godfrey Road, Miami Beach, Florida 33140, and the name of the initial registered agent of this corporation at that address is ROBERT H. YAFFE.


IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami Beach, Dade County, Florida, for the uses and purposes aforesaid, this  
\_\_11\_\_ day of February, 1997.

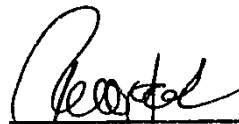
  
\_\_\_\_\_  
David H. Williams  
Subscriber

STATE OF FLORIDA     )  
                              ) ss:  
COUNTY OF DADE        )

BEFORE ME, the undersigned authority, personally appeared David H. Williams, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid this 11 day of February, 1997.

 ROBERT H. YAFFE  
COMMISSION # CC 881123  
EXPIRES JUL 17, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

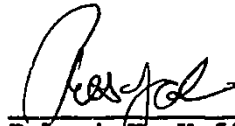


NOTARY PUBLIC  
State of Florida at Large

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the foregoing appointment as registered agent for **CARIBBEAN CONNECTION, INC.** and agrees to comply with the provisions of these Articles and the applicable Florida Statutes.

Dated this 11 day of February, 1997.



Robert H. Yaffe  
Registered Agent

**FILED**  
97 FEB 14 AM 8:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA