

# CAPITAL CONNECTION, INC.

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 FAX (904) 222 1222

**9700002130719**

PHONE ( )

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

NE: Carlos Di Carlos  
II, Inc.

**9582**

Int. F. \_\_\_\_\_  
 Art. of Amend. File \_\_\_\_\_  
 Dissolution/Withdrawal \_\_\_\_\_  
 C U S \_\_\_\_\_  
 Filitious Name File \_\_\_\_\_  
 Name Reservation \_\_\_\_\_  
 Annual Report/Restatement \_\_\_\_\_  
 Reg. Agent Service \_\_\_\_\_  
 Document Filing \_\_\_\_\_  
 Corporate Kit \_\_\_\_\_  
 Vehicle Search \_\_\_\_\_  
 Driving Record \_\_\_\_\_  
 Document Retrieval \_\_\_\_\_  
 UCC 1 or 3 File \_\_\_\_\_  
 UCC 11 Search \_\_\_\_\_  
 UCC 11 Retrieval \_\_\_\_\_  
 File No.'s \_\_\_\_\_ Copies \_\_\_\_\_  
 Courier Service \_\_\_\_\_  
 Shipping/Handling \_\_\_\_\_  
 Phone ( ) \_\_\_\_\_  
 Top Priority \_\_\_\_\_  
 Express Mail Prep. \_\_\_\_\_  
 FAX ( ) \_\_\_\_\_ pgs.

## SUBTOTALS

FEE.....  
 DISBURSED.....  
 SURCHARGE.....  
 TAX on corporate supplies.....  
 SUBTOTAL.....  
 PREPAID.....  
 BALANCE DUE.....

97 APR - 1 PM 3:22

RECEIVED

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 4-1-97  
 TIME 9:20  
 BY DJC

WALK-IN  
 Will Pick Up \_\_\_\_\_

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 10% per Annum

THANK YOU  
 from  
 Your Capital Connect

ARTICLES OF INCORPORATION  
OF  
CARLOS DI CARLOS II., INC.

ARTICLE I  
NAME

The name of this corporation is: CARLOS DI CARLOS II., INC.

ARTICLE II  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE III  
PURPOSE

The purpose for which the corporation is organized is the transaction for any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida. These shall include but not be limited to, the power to sue and be sued, complain and defend in its corporate name in all actions and proceedings, and to have a Corporate Seal. The Corporation may also purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use or otherwise deal in or with real or personal property or any interest therein wherever situated. It shall have the power to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of any or all of its property, franchises and income. It may conduct its business, carry on its operations, and have officers and exercise the powers

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

granted by this act within and without the State of Florida.

It may elect and/or appoint officers and agents and define their duties and fix their compensation. It may take and alter by-laws in any way consistent with these Articles of Incorporation and the laws of the State for the administration and regulations of the affairs of the Corporation. The Corporation shall have the power to make donations to the public welfare or for charitable, scientific, or educational purposes. It shall have the power to transact any lawful business which the Board of Directors shall find to be in aid of Government Policy. The Corporation shall further have the power to pay pensions and establish pension plans, and other incentive plans for any and all its Directors, Officers and Employees and for any and all of the Directors, Officers and Employees of its subsidiaries. It may be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust or enterprise. The Corporation shall have the further power to purchase, take, receive, subscribe for, or otherwise acquire, own, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interest in or obligations of other domestic and foreign corporations, associations, partnerships and individuals including the direct and indirect obligations to the United States or any government, state, territory or other governmental body. The Corporation shall have the power to have and to exercise all powers necessary or convenient to effect its purpose.

**ARTICLE IV**  
**CAPITAL STOCK**

The aggregate number of shares which the corporation has the authority to issue is 10,000 shares, all of which shall be common shares with par value of \$.001.

**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 pro rata share (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 corporate office of this corporation is 4626 University Drive, Suite A-3, Coral Springs, Florida.

The registered office of this corporation is:

193 East Palmetto Park Road, Boca Raton, Florida 33432.

The name of the initial registered agent of this corporation at that address is: CARLOS M. PINA

**ARTICLE VII**  
**DIRECTORS**

This corporation shall initially have four (4) directors.

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 names and addresses of the initial directors of this corporation are: CARLOS M. PINA, MARIO BOUKZAM, MARIAN PINA, and MELISSA BOUKZAM. The address for the above is the following:

4626 University Drive, Suite A-3., Coral Springs, Florida 33065.

#### ARTICLE VIII

##### INCORPORATOR

The name and address of the incorporator is:

CARLOS M. PINA

4626 University Drive, Suite A-3., Coral Springs, Florida.

#### ARTICLE IX

##### OFFICERS

The initial officers of the corporation shall be:

CARLOS M. PINA  
MARIO BOUKZAM  
MARIAN PINA  
MELISSA BOUKZAM

#### ARTICLE X

##### COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on:

Upon receipt by the Secretary of State

#### ARTICLE XI

##### AMENDMENT

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

IN WITNESS WHEREOF, I have subscribed my name this 31st  
day of March, A.D., 1997.

  
INCORPORATOR

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 31st day of March, A.D., 1997,  
before me, a Notary Public for the State of Florida the under-  
signed officer personally appeared CARLOS M. PINA, known to me to  
be the person whose name is subscribed to in the within instrument,  
and acknowledges he executed the same for the purposes therein  
contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

  
Notary Public

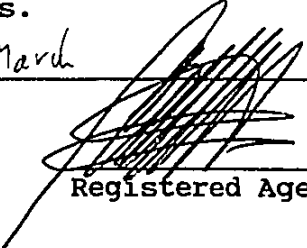
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of its duties.

Dated this 31<sup>st</sup> day of March, 1997.

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA