

P97000062373

OYSTER BAY HOLDING, LTD



Via Fax  
July 15, 1997

Home Office

P.O. Box 288-W  
#1 Independence Drive  
Bencorp Building 5th Floor  
St. John's Antigua, West Indies

USA Representative Office

Oyster Bay Holding, LTD  
Palm Court Plaza Suite 112  
11911 U.S. Highway One  
North Palm Beach, Florida 33408  
U.S.A.

Ms. Bobbie Cox  
State of Florida  
State of Florida Division of Incorporation  
409 East Gaines Street  
Tallahassee, Florida 32399

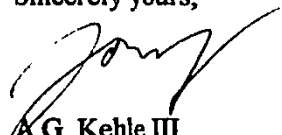
RE: CAMBRIGE CO. OF THE WORLD, INC.

200002241512--7  
-07/18/97--01082--009  
\*\*\*122.50 \*\*\*122.50

Dear Ms. Cox:

It was a pleasure talking with you today concerning the Incorporation of this new company in the State of Florida. I am enclosing at this time the filing fee required of \$122.50. Until I hear from you, I remain,

Sincerely yours,

  
A.G. Kehle III  
Consultant  
Oyster Bay Holding, LTD.

AGK / Tan

pc: Mr. Frank Ricci, Esq.  
Kelly M. Kehle

FILED  
97 JUL 16 AM 10 53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Covering The Five Continents

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www.oysterholding.com

bc 7/11

**ARTICLES OF INCORPORATION  
OF  
CAMBRIDGE CO. OF THE WORLD, INC.**

FILED  
JUL 16 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation shall be CAMBRIDGE CO. OF THE WORLD, INC.

11911 US HWY ONE, SUITE 112, N PALM BEACH, FL 33408

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the FLORIDA DEPARTMENT OF STATE. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSES, POWERS, & RIGHTS**

This corporation is being organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by laws of the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

This corporation shall have the authority to issue 10,000 shares of common capital stock.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

**ARTICLE VI. BOARD OF DIRECTORS**

The number of directors on this corporation's Initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one..

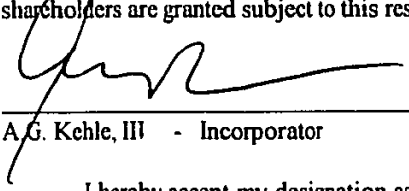
A. All corporate powers shall be exercised by or under the name of the individual who shall serve as this corporation's initial registered agent at that address is: A.G. Kehle, III. 11911 US HWY ONE, SUITE 112, N. PALM BEACH, FL 33408

**ARTICLE VII. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator is: A.G. Kehle, III. 11911 US HWY ONE, SUITE 112, N PALM BEACH, FL 33408

**ARTICLE VIII. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

  
A.G. Kehle, III - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent and agree to serve as the resident agent of CAMBRIDGE CO. OF THE WORLD, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for the corporation.

  
A.G. Kehle, III - Registered Agent

FILED  
97 JUL 16 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF PALM BEACH

On July 14, 1997, A.G. Kehle, III, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me. He personally appeared before me at the time of notarization and signed these Articles of Incorporation.

  
Edith Papp, Notary Public



EDITH PAPP  
COMMISSION # CC 379836  
EXPIRES JUN 6, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.