

**P97000074303**

Requestor's Name

Louder Corner  
5715 N. UNIVERSITY DR.  
TAMMAG, FL. 33321

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

FILED  
AUG 25 11:03:21  
97  
TAMMAG, FL

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

400002269184--0  
-08/18/97--01026--007  
\*\*\*120.00 \*\*\*120.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Handwritten:* 8/27/97

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 18, 1997

LOUBET COMPET  
5715 N. UNIVERSITY DRIVE  
TAMARAC, FL 33321

SUBJECT: UNITED STATES CARIBBEAN & AFRICAN DEVELOPMENT, INC.  
Ref. Number: W97000019019

We have received your document for UNITED STATES CARIBBEAN & AFRICAN DEVELOPMENT, INC. and your check(s) totaling \$120.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 297A00041657

*8/20/97*  
*all signed. Thank you.*

97 FILED  
AUG 25 IN 10-24  
SECRET  
TALLAHASSEE  
FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**UNITED STATES CARIBBEAN & AFRICAN DEVELOPMENT, INC.**

**ARTICLE I - NAME**

The name of the corporation shall be:

UNITED STATES CARIBBEAN & AFRICAN DEVELOPMENT, INC.

**ARTICLE II - DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III - NATURE OF BUSINESS**

The general nature of business to be transacted by the corporation shall be:

**SECTION I.** To generally engage in, do and perform in the business of Import/Export and Industrial development.

**SECTION II.** To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

**SECTION III.** To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business or businesses in Florida, or any foreign country.

**SECTION IV.** To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals, or corporations, either in this state or throughout the United States and elsewhere.

#### **ARTICLE IV – CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be 5,000 shares of One (\$1.00) Dollar par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that the stock issued shall quality as "Section 1244 stock", as such term is defined in the Internal Revenue Code and the Regulations issued thereunder.

#### **ARTICLE V – RESTRICTIVE STOCK AGREEMENTS**

Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock, and such agreements may take the form of options, rights of first refusal, buy-sell Agreements or any other lawful form of agreement.

#### **ARTICLE VI – ADDITIONAL POWERS**

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock, may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

#### **ARTICLE VII – PREMPTIVE 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-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VIII – INITIAL REGISTERED OFFICE/AGENT**

The street address of the initial office of this corporation is 5715 N. University Drive, Tamarac, Fl. 33321 and the name of the initial registered agent of this corporation is Loubet Compet.

## **ARTICLE IX – INITIAL BOARD OF DIRECTORS**

The Corporation shall have eight Directors initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The names and addresses of the initial Directors of this Corporation are:

Loubet Compet, 8901 Sunset Strip, Sunrise, Florida 33322  
Marie Jude M. Compet, 8901 Sunset Strip, Sunrise, Florida 33322  
Marie St. Hilaire, 325 N.E. 160 Terrace., Miami, Florida 33162  
Ford Jean-Baptiste, 7694 S.W. 4<sup>th</sup> Place, N. Lauderdale, Fl 33068  
Rodney St. Hilaire, 325 N.E. 160 Terrace, Miami, Fl. 33162  
Rev. Phipps St. Hilaire, 325 N.E. 160 Terrace, Miami, Fl. 33162  
Rosaleen Perlmutter, 8833 N.W. 48 Street, Sunrise, Fl. 33351  
Lenton Newton, 1828 S.W. 38 Avenue, Lauderhill, Fl. 33311

## **ARTICLE X– OFFICERS**

The initial officers of the corporation will be:

Loubet Compet, President  
Marie Jude M. Compet, Vice-President  
Marie St. Hilaire, Executive Vice-President  
Ford Jean-Baptiste, Secretary  
Rosaleen Perlmutter, Treasurer  
Rodney St. Hilaire, Assistant Secretary  
Rev. Phipps St. Hilaire, Chairman  
Lenton Newton, Assistant Treasurer

## **ARTICLE XI** **INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES** **AND AGENTS**

The Corporation shall indemnify any Directors or Officer and shall have the power to indemnify any Employee, Agent, or other person who was or is a party or is threatened to be a party to any threatened, pending or completed administration or investigation, by reason of the fact that he was or is acting on behalf of, or at the request of the corporation. Such indemnification may take form of such person involved in such action, suit proceeding.

## **ARTICLE XII – AMENDMENT**

These Articles of Incorporation may be amended or repeated by an affirmative vote of a majority of the shareholders of the corporation at any meeting called expressly for that purpose, and all rights conferred on shareholders hereunder are granted, subject to this reservation.

## **ARTICLE XIII – INCORPORATIONS**

The names and addresses of each of the subscribers to these Articles of Incorporation are:

Loubet Compet, 8901 Sunset Strip, Sunrise, Florida 33322  
Marie Jude M. Compet, 8901 Sunset Strip, Sunrise, Florida 33322  
Marie St. Hilaire, 325 N.E. 160 Terrace, Miami, Florida 33162  
Ford Jean-Baptiste, 7694 S.W. 4<sup>th</sup> Place, N. Lauderdale, Florida 33068  
Rodney St. Hilaire, 325 N.E. 160 Terrace, Miami, Florida 33162  
Rev. Phipps St. Hilaire, 325 N.E. 160 Terrace, Miami, Florida 33162  
Rosaleen Perlmutter, 8833 N.W. 48 Street, Sunrise, Florida 33351  
Lenton Newton, 1828 S.W. 38 Avenue, Lauderhill, Fl. 33311

## **ARTICLE XIV – INCORPORATOR**

The person signing these Articles of Incorporation is:

Loubet Compet  
5715 N. University Drive  
Tamarac, Fl. 33321

IN WITNESS WHEREOF, I have hereunto set my hand this 15/16  
day of August, 1997.

Loubet Compet Loubet Compet

97 AUG 25 AM 10:24  
FILED  
SECRET  
TALLAHASSEE

## **CERTIFICATE OF DESIGNATION**

### **REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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 **UNITED STATES CARIBBEAN & AFRICAN DEVELOPMENT, INC.**
2. The name and address of the registered agent and office is  
**Loubet Compet, 5715 N. University Drive, Tamarac, Florida 33321**

Loubet Compet President  
(corporate officer & title)

8/15/97  
date

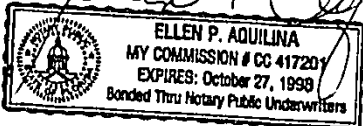
**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.**

Loubet Compet 8/15/97  
**REGISTERED AGENT & DATE**

**STATE OF FLORIDA, COUNTY OF BROWARD**

**THE FOREGOING instrument was acknowledged and sworn to before  
me this 15 day of August, 1997 by Loubet Compet of UNITED  
STATES CARIBBEAN & AFRICAN DEVELOPMENT, INC.**

---

*Ellen P. Aquilina*  
 ELLEN P. AQUILINA  
MY COMMISSION # CC 417201  
EXPIRES: October 27, 1998  
Bonded Thru Notary Public Underwriters

FILED  
97 AUG 25 AM 10:24  
TALLAHASSEE, FLORIDA