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MICHAEL P. WEISBERG  
Attorney at Law

4th FLOOR, 1840 CORAL WAY  
MIAMI, FLORIDA 33145  
(305) 854-0996

September 8, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gains Street  
Tallahassee, Florida 32399

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-09/09/97--01074--011  
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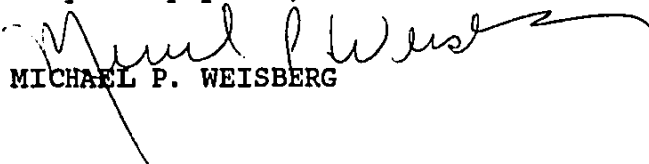
Re: CBF CORPORATION  
Our File No. 1574

Dear Sirs

Enclosed please find Article of Incorporation for the above captioned corporation, together with our check in the amount of \$122.00, representing the filing fee thereof.

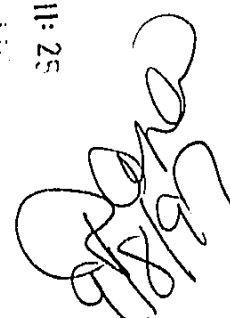
If same is in order, I would appreciate your returning a certified copy to us.

Very truly yours,

  
MICHAEL P. WEISBERG

MPW:nc  
Enc

FILED  
97 SEP 17 PM 11:25  
SECRET  
TALLAHASSEE, FLORIDA



MICHAEL P. WEISBERG  
Attorney at Law

4th FLOOR, 1840 CORAL WAY  
MIAMI, FLORIDA 33145  
(305) 854-0996

September 15, 1997

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

Atten: Dona Calloway, Document Specialist

Re: CBF Corporations  
Ref. Number: W97000020951  
Letter Number: 297A00045272  
Our File No. 1574

Dear Ms. Calloway:

As per your request enclosed please the original documents and the signed statement of acceptance.

Very truly yours,



MICHAEL P. WEISBERG

MPW:nc  
Enc.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 11, 1997

MICHAEL P. WEISBERG, ESQUIRE  
4TH FLOOR  
1840 CORAL WAY  
MIAMI, FL 33145

SUBJECT: CBF CORPORATION  
Ref. Number: W97000020951

We have received your document for CBF CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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: 297A00045272

FILED

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SECRET  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CBF Corporation

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I-Name

The name of the corporation is

CBF Corporation

The principal office of the corporation is at 7340 S.W. 48th St.

Miami, Florida

ARTICLE II-Duration

The corporation is to commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved sooner according to law.

ARTICLE III-Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-Stated Capital

The corporation is authorized to issue shares of one Dollar (\$ 1.00 ) par value common stock.

Each outstanding share, regardless of class, shall be entitled to vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued

therefore, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

#### ARTICLE V-Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

Any and all powers and duties conferred to or imposed upon the Board of Director, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised and performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two ( 2 ) directors initially. The number of directors may be hereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation.

The name and street address of the initial Director who shall hold office until successor who shall be chosen at the first meeting of the shareholders ha qualified shall be:

#### NAME

#### ADDRESS

Cathy Falcon	7340 S.W. 48th Street, Miami, Fl 33155
Ray Falcon	7340 S.W. 48th Street, Miami, Fl 33155

#### ARTICLE VI-By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE VII-Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE VIII-Incorporator

The name and address of the subscriber to these Articles of Incorporation      CBF CORPORATION

##### NAME

##### ADDRESS

Cathy Falcon      7340 S.W. 48th St., Miami, .Fl 33155

#### ARTICLE IX-Initial Registered Office and Agent

The street address of the initial registered office of the corporation is  
and the name of the initial registered agent at that address is

IN WITNESS WHEREOF, the undersigned as incorporator do hereby  
execute these Articles of Incorporation this 01 day of Sept  
1997.

X [Signature] (SEAL)  
\_\_\_\_\_  
(SEAL)

STATE OF FLORIDA)

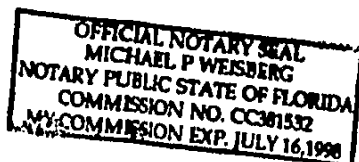
COUNTY OF DADE )

BEFORE ME, the undersigned authority, an officer duly  
authorized to administer oaths and take acknowledgments personally  
appeared Cathy Falcon  
known to me and known by me to be the person who executed the  
foregoing Articles of Incorporation, and she acknowledged before  
me that she executed the same freely and voluntarily and for  
the purpose therein expressed.

WITNESS my hand and official seal this 4<sup>th</sup> day of Sept,  
1997, at Miami, Dade County, Florida.

[Signature]  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:

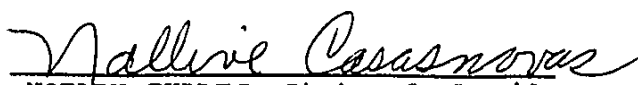


I, the undersigned, having been named as initial Registered agent of the Corporation in the foregoing Articles of Incorporation hereby accepts said office and will serve in said capacity, MICHAEL P. WEISBERG, ESQ., 1840 CORAL WAY, 4TH FLOOR, MIAMI, FLORIDA 33145.

  
MICHAEL P. WEISBERG, REGISTERED AGENT

STATE OF FLORIDA)  
                                  ) SS  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of September, 1997 by MICHAEL P. WEISBERG, ESQ., who is personally known to me as or who has produced Personally known as identification and who did take oath.

  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:



FILED  
97 SEP 17 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA