

P97000090345

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1141 71 Street
Miami Beach, FL 33141

Tel 305 861-3606
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Corporate Records
Florida Department of State
Box 6327
Tallahassee, Florida 32314

October 17, 1997

Re: Incorporation

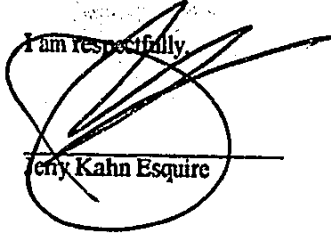
Sir:

Caribbean International Distributors Inc

Enclosed you will find two executed articles of incorporation for the above corporation and my firm check in the amount of \$122.50.

Please incorporate and return executed articles with certificate from the Secretary of State.

I am respectfully,


Jerry Kahn Esquire

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-10/20/97-01091-003
***122.50 ***122.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 10/21/97

**CARIBBEAN INTERNATIONAL DISTRIBUTORS INC.
CORPORATE ARTICLES**

The undersigned, subscriber to these articles of incorporation, a natural person competent to contract, hereby presents these articles for the formation of a corporation under Florida law.

1. The name of the corporation shall be **CARIBBEAN INTERNATIONAL DISTRIBUTORS INC.**
2. The corporation shall be organized to have a maximum of 100 shares of stock outstanding at any one time. The shares of the outstanding stock shall have a par value of \$1.00 per share.
3. The corporation may engage in any activity or business permitted in Florida.
4. The initial address of the principal office and registered office and the name of the registered agent shall be **EUGENE BENJAMIN BUTLER** located at **1795 E. SUNRISE BLVD SUITE 531, FT. LAUDERDALE, FL 33304**. The board of directors shall from time to time move the office of the registered agent to any address in Florida.
5. Initially the corporation shall have 1 director and their number shall be increased or diminished from time to time by the by-laws adopted by the shareholders.
6. The amount of capital which the corporation shall begin business is **\$501.00**.
7. The corporation shall exist perpetually.
8. The name and address of the first board of directors is **EUGENE BENJAMIN BUTLER** located at **1795 E. SUNRISE BLVD SUITE 531, FT. LAUDERDALE, FL 33304**.
9. The name and post office address of the subscriber to these articles of incorporation and the number of shares he has agreed to take is **EUGENE BENJAMIN BUTLER** located at **1795 E. SUNRISE BLVD SUITE 531, FT. LAUDERDALE, FL 33304**, 100 shares.
10. These articles of incorporation may be amended in any manner provided by law. Every amendment shall be approved by the board of directors, proposed to them by the shareholders and approved at a shareholders' meeting by a majority of shares entitled to vote thereon, unless the shareholders and directors sign a written statement manifesting their intention that a certain amendment to these articles be made.

SUBSCRIBER
STATE OF Florida
COUNTY OF Dade

Eugene Benjamin Butler
EUGENE BENJAMIN BUTLER

On June 26, 1997, **EUGENE BENJAMIN BUTLER**, acknowledged before me, a Notary Public for the State of Florida, and produced a driver's license as identification and took an oath.

Notary Public State of Florida
My commission expires:



JERRY KAHN
My Commission CC408295
Expires Sep. 06, 1998
Bonded by HAI
\$100,000.00



JERRY KAHN
My Commission CC408295
Expires Sep. 06, 1998
Bonded by HAI
300-422-1555

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

First that **CARIBBEAN INTERNATIONAL DISTRIBUTORS INC.**, a corporation desiring to organize and qualify under the laws of Florida with its principal place of business in the city of **FT. LAUDERDALE, Florida**, has named, **EUGENE BENJAMIN BUTLER** located at **1795 E. SUNRISE BLVD SUITE 531, FT. LAUDERDALE, FL 33304** as its agent to accept service of process in the state of Florida.

Eugene Benjamin Butler
President **EUGENE BENJAMIN BUTLER**

June 26, 1997

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in the 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.

Eugene Benjamin Butler
REGISTERED AGENT
EUGENE BENJAMIN BUTLER

June 26, 1997

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97 OCT 20 PM 12:41
TALLAHASSEE, FLORIDA