

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000106173

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC 17 AM 8:00

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-12/10/97--01044--008
****122.50 ****122.50

Caribbean Classics, Inc.
OF THE VIRGIN ISLANDS

RECEIVED
97 DEC 10 AM 10:33
DIVISION OF CORPORATION

Signature _____

Requested by: Don

Name _____

Date 12/10

Time 9:30

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

EP
12-18-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 10, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: CARIBBEAN CLASSICS, INC.
Ref. Number: W97000027594

We have received your document for CARIBBEAN CLASSICS, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 297A00058220

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DIVISION OF CORPORATIONS

97 DEC 17 AM 8:00

ARTICLES OF INCORPORATION
OF

Carribean Classics of the Virgin Islands, Inc.

THE UNDERSIGNED do hereby associate (Carribean Classics of the Virgin Islands, Inc.
for the purpose of forming a corporation under the laws of the State of Florida, and do hereby
certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

Carribean Classics of the Virgin Islands, Inc.

ARTICLE II - PURPOSE

A. Wholesale distribution/importation and exportation of ornaments, figurines, and
other related items for holidays, religious and non-religious, as well as for general non-holiday
related use.

B. To carry on and engage in any business or activity which may be authorized and
permitted under and by virtue of the laws of the United States of America or the State of
Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner to wit:

One Hundred (100) Shares of Common Stock, having no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

4190 Pamona Avenue
Coconut Grove, Fl. 33133

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be Scott A. Marcus, Esq., and the Registered Office shall be located at:

19 West Flagler Street, Suite 416

Miami, Fl. 33130

or such other person or such other place as the Director or Board of Directors may from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. the Officers of the Corporation may consist of a President, Vice President, Secretary, and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire chose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of directors shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
KIMBERLY D. JONES	President/Vice President Secretary/Treasurer	4190 Pamona Avenue Coconut Grove, Fl. 33133

ARTICLE IX - BOARD OF DIRECTORS

The corporation shall be governed by a Board of Directors which shall consist of one (1), but not more than (5) persons.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and qualified shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
KIMBERLY D. JONES	4190 Pamona Avenue Coconut Grove, Fl. 33133

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT OF SHARES</u>
KIMBERLY D. JONES	4190 Pamona Avenue Coconut Grove, Fl. 33133	100	\$ 1,000.00

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in Connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any rights to which such Director or Officer may be entitled.

ARTICLE XIII - VOTING RIGHTS

That except as may otherwise be provided by law, the total voting power for the election of Directors of the corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

ARTICLE XIV - BYLAWS

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, have hereunto set my hand and seal at Miami, Dade County, Florida, this 6th day of Nov. 1997.

Kimberly D. Jones (SEAL)
KIMBERLY D. JONES

SATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 6th day of November, 1997 by Kimberly D. Jones, who is personally known to me or has produced his drivers license as identification and who did/did not take an oath. U.S. Virgin Islands DL. #590094638R

Cristina Begona
NOTARY PUBLIC, STATE OF FLORIDA

CRISTINA BEGONA
Notary Public - State of Florida
My Commission Expires Apr 3, 1999
Commission # CC 450344

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 DEC 17 AM 8:00

CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of the
Carribean Classics of the Virgin Islands, Inc. and agree to serve as its Registered Agent, to accept service
of process within the State at its Registered Office located at 19 West Flagler Street, Suite
416, Miami, Fl. 33130.


SCOTT A. MARCUS, Registered Agent