

CAPITAL CONNECTION, INC.

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

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DIVISION OF CORPORATIONS

98 JAN 22 AM 11:25

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Casis Management Company

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Art of Inc. File -01/22/98-01033-009

LTD Partnership File ****122.50 ****122.50

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

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Name

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Time

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ARTICLES OF INCORPORATION

OF

CASIS MANAGEMENT COMPANY

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DIVISION OF CORPORATIONS
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The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

CASIS MANAGEMENT COMPANY

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$.10 per share, divided into two classes, the designation of each such class being as follows:

- A. 1000 shares of Class A Common Stock; and
- B. 9,000 shares of Class B Common Stock.

All of said shares (without regard to Class) shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that with respect to all matters coming before the shareholders for a vote of the shareholders (a) holders of Class B Common Stock shall not be entitled to vote, individually or as a Class, (b) each holder of Class A Common Stock shall be entitled to cast one vote per share, but only if such holder is Luis Chi or a member of his family, otherwise such holder shall have no voting rights whatsoever. For purposes of the preceding sentence, members of the family of Luis Chi shall include only: his spouse and lineal descendants, whether natural or adopted; trusts for the exclusive use and benefit of any such individuals; and partnerships and corporations but only while owned exclusively by such individuals and trusts. At the earliest time that a share of Class A Common Stock is owned by any person other than Luis Chi or a member of his family, such share shall thereupon automatically become a share of Class B Common Stock for all purposes without any further action whatsoever.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

LAMONT & NEIMAN, P.A.
Two South Biscayne Boulevard, Suite 3550
Miami, Florida 33131

ARTICLE VI

This corporation shall have two directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Luis Chi
8621 S.W. 5th Street
Miami, Florida 33144

Maria Chi
8621 S.W. 5th Street
Miami, Florida 33144

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

Luis Chi
8621 S.W. 5th Street
Miami, Florida 33144

ARTICLE VIII

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DIVISION OF CORPORATIONS

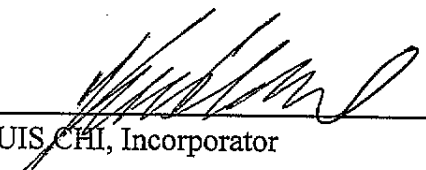
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The mailing address of the corporation is:

Casis Management Company
8621 S.W. 5th Street
Miami, Florida 33144

Executed at Miami, Florida, this 21 day of January

1998



LUIS CHI, Incorporator

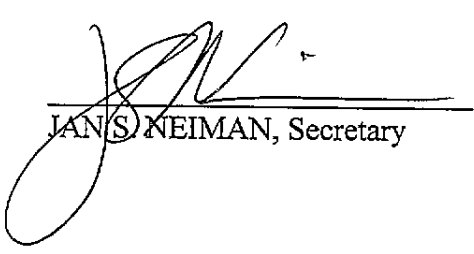
ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Casis Management Corp., the undersigned hereby accepts such appointment and agrees to act in such capacity.

Dated this 21 day of January, 1998

LAMONT & NEIMAN, P.A.

By:



IAN S. NEIMAN, Secretary

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