

P98000042201



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 812659 -8894A

AUTHORIZATION

COST LIMIT :

Patricia Pignatelli

ORDER DATE : May 8, 1998

ORDER TIME : 1:57 PM

ORDER NO. : 812659-005

CUSTOMER NO: 8894A

CUSTOMER: John Ritter, Esq
RITTER RITTER & ZARETSKY

Suite 100
555 N.e. 15th Street
Miami, FL 33132

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 11 AM 10:02

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DOMESTIC FILING

NAME: CARIBBEAN PURCHASING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED
98 MAY 11 AM 8:33
DIVISION OF CORPORATION

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DIVISION OF CORPORATIONS
98 MAY 11 AM 10:02

ARTICLES OF INCORPORATION

OF

CARIBBEAN PURCHASING, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CARIBBEAN PURCHASING, INC.

The principal place of business of this corporation shall be at 555 N.E. 15TH STREET, SUITE 100, MIAMI, FLORIDA 33132.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including but not limited to real estate sales, brokerage, financing, purchasing, and owning.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 555 N.E. 15TH STREET, SUITE 100, MIAMI, FLORIDA 33132 and the name of the initial registered agent of the corporation at that address is JOHN A. RITTER.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have 1 officer(s) and 1 director(s), initially. The name and street address of the initial officer(s) and director(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed is:

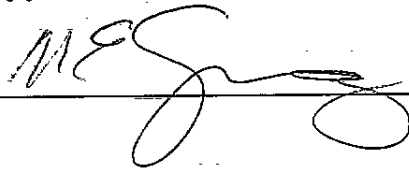
Margaret E. Gray
555 N.E. 15th Street, Suite 100
Miami, FL 33132

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Margaret E. Gray
555 N.E. 15th Street, Suite 100
Miami, Florida 33132

By: _____



CERTIFICATE DESIGNATING PLACE OF BUSINESS

OR DOMICILE FOR THE SERVICE OF PROCESS

WITHIN THIS STATE, NAMING AGENT UPON WHOM

PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted, in compliance with said Act:

CARIBBEAN PURCHASING, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State

of Florida, has named JOHN RITTER located at 555 N.E. 15th Street, Suite 100, Miami, Florida 33132 as its agent to accept service of process within this State.




Incorporator / Officer

FILED
SECRETARY OF STATE
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98 MAY 11 AM 10:02

ACKNOWLEDGEMENT BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



JOHN A. RITTER