

TRANSMITTAL LETTER

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -7 AM 10: 29

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-08/07/98--01070--003
***122.50 ***122.50

SUBJECT: Caribbean Cowboys International, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Lorenzo M. Lleras
Name (Printed or typed)

3501 SW 2nd Avenue, Suite 2500
Address

Gainesville, FL 32607
City, State & Zip

(352) 371-0067
Daytime Telephone number

Daniel J. Brown

Lorenzo M. Lleras
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 8-12-98
DOC. EXAM Lorenzo M. Lleras

NOTE: Please provide the original and one copy of the articles.

D. BROWN AUG 12 1998

ARTICLES OF INCORPORATION OF

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Caribbean Cowboys International, Inc.

The undersigned incorporator(s), in order to form a corporation for the purpose hereinafter stated, under and pursuant to the corporation laws of the State of Florida and the acts amendatory thereof and supplemental thereto, does hereby certify as follows:

ARTICLE I

The name of the corporation shall be:

Caribbean Cowboys International, Inc.

ARTICLE II

The purpose for which the corporation is organized is to:

- a) To engage in any business the corporation deems appropriate.
- b) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invest, trade, deal in and with, goods, wares, merchandise and real and personal property (tangible and intangible) of every class, kind and description.
- c) To contract debts and borrow money, to issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness as required.
- d) To purchase the corporate assets of any other corporation and engage in the same of other type of business.

- e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created or issued by any other person, firm, association or corporation, or by an state of government, foreign or domestic, and while owner thereof, to exercise all the rights, powers and privileges of ownership, including the right to vote stock.
- f) To enter into, make and perform contract of every kind with any person, firm, association or corporation, municipality, political body, country, territory, state, government or colony or dependency or agency thereof.
- g) To purchase, hold and reissue any of the shares of its capital stock.
- h) In general, to do each and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects of the furtherance of any of the powers hereinabove set forth, either alone or in association with other corporations, firms, or individuals, and to carry on any business, and to have all powers in connection therewith, not forbidden by the laws of the State of Florida, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof.
- i) To have and exercise all powers granted corporations under the laws of the State of Florida or any amendments thereof.

ARTICLE III

The corporation is authorized to issue only two (2) classes of shares to be designated common stock, voting and nonvoting. The total number of shares of stock which the corporation shall have the authority to issue is **ONE HUNDRED (100) SHARES**. The shares will have **\$.01** par value.

ARTICLE IV

Holders of issued shares, upon the sale for cash of any newly issued stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it may be offered to others.

ARTICLE V

The number of directors constituting the initial board of directors is **TWO (2)**, and the name and addresses of the persons who are to serve as initial directors are:

Names

Addresses

Leah Latour

**8005 SW 105 Ave.
Gainesville, FL 32608**

José E. Latour

**8005 SW 105 Ave.
Gainesville, FL 32608**

ARTICLE VI

The names and addresses of the incorporators of this corporation are:

Lorenzo Lleras

**3501 SW 2nd Avenue, Suite 2500
Gainesville, FL 32607**

ARTICLE VII

The address of the corporation's registered office is

**José E. Latour & Associates, P.A.
3501 SW 2nd Avenue, Suite 2500
Gainesville, FL 32607**

The name of the corporation's initial Registered Agent at such address is: **Lorenzo M. Lleras**

The initial Principal office of the corporation shall be:

**3501 SW 2nd Avenue, Suite 2500
Gainesville, FL 32607**

ARTICLE VIII

This corporation is to exist perpetually.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by same to the stockholders and approved at stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

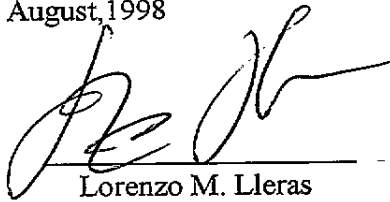
ARTICLE X

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law, for acts of omission or commission committed on behalf of the corporation, unless they reflect criminal intent or gross negligence.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation in duplicate on

this 6th day of

August, 1998


Lorenzo M. Lleras

STATE OF FLORIDA)
) SS:
COUNTY OF ALACHUA)

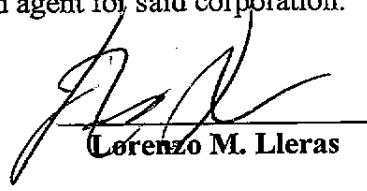
The foregoing instrument was acknowledged before me this 6 day of August, 1998 by Jose E. Latour, as Incorporator of Caribbean Cowboys International, Inc., a Florida Corporation.

NOTARY PUBLIC: Kirsten E Swanson  Kirsten E Swanson
My Commission CC700912
Expires January 13, 2002

MY COMMISSION EXPIRES: January 13, 2002

Print name: Kirsten E. Swanson

Having been named to accept service of process for the above named corporation, at place designated in this state certificate, I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Lorenzo M. Lleras

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