

Charter Number Only

980002631936

Koppen Watkins Routman

Requestor's Name
700 NE 90 St.

Address
Miami, FL 33138

City State ZIP Phone

757-5800
Elizabeth

CORPORATION(S) NAME

REINSTATEMENT ONLY

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-09/04/98--01038--011
****122.50 ****122.50

Cayex Investment Corp.

FILED
98 SEP -4 PM 12:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail |

Name	
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Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

Certified
copy

RECEIVED
98 SEP -4 AM 9:18
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
CAYEX INVESTMENT CORP.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME AND ADDRESS

The name of this corporation is **CAYEX INVESTMENT CORP.** and its business address is 5937 S.W. 115th Place, Unit F, Miami, Florida 33173.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue one thousand (1,000), all of which shall be common shares with a par of One Dollar (\$1.00).

ARTICLE V - PRE-EMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

CAYEX INVESTMENT CORP. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 6937 S.W. 115th Place, Unit F, Miami, Florida 33173, has named **CLAUDE EXUME** located at 6937 S.W. 115th Place, Unit F, Miami, Dade County, Florida 33173, as its agent to accept service of process within this state.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially who shall serve until his or her successors, if any, are elected at the shareholders' annual meeting. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by-laws but shall never be less than one. The name and addresses of the initial directors of this corporation are as follows:

FRANTZ CAYARD	6937 S.W. 115th Place, Unit F Miami, Florida 33173
CLAUDE EXUME	6937 S.W. 115th Place, Unit F Miami, Florida 33173

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

FRANTZ CAYARD
6937 S.W. 115th Place, Unit F
Miami, Florida 33173

ARTICLE IX - BY-LAWS

The power to adopt, later, amend or repeal by-laws shall be vested in the shareholders of this corporation.

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

FRANTZ CAYARD	250
CLAUDE EXUME	250

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLES XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE XII - MEETING BY CONFERENCE TELEPHONE

Shareholders, officers and directors of this corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

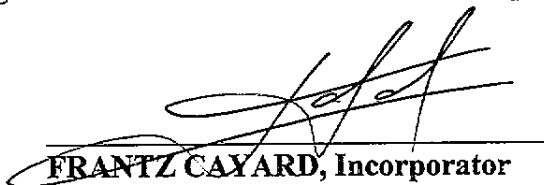
ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify an officer, or any former officer, to the fullest extent permitted by law.

ARTICLE XIV - AMENDMENT

Amendments to the Certificates of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

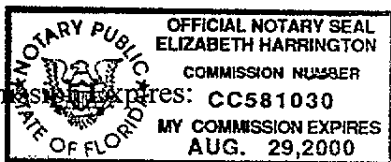
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28 day of August, 1998.


FRANTZ CAYARD, Incorporator

STATE OF FLORIDA)
: SS
COUNTY OF DADE)

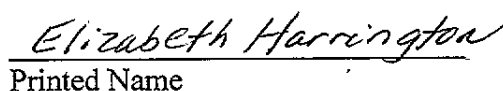
BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared FRANTZ CAYARD known to me be the person or who produced Florida Drivers License as identification, who, as Incorporator, executed the foregoing Articles of Incorporation of CAYEX INVESTMENT CORP. and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 28th day of August, 1998.



My Comm


NOTARY PUBLIC, State of Florida


Printed Name

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 1st ^{Sept.} DAY OF AUGUST, 1998.


CLAUDE EXUME, Registered Agent

STATE OF FLORIDA)
: SS
COUNTY OF DADE)

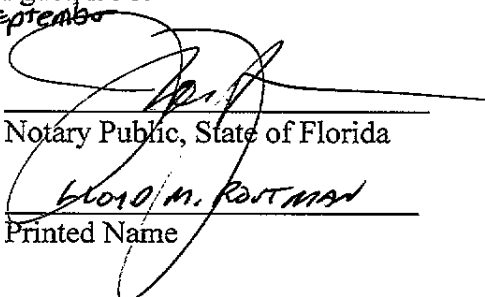
BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared CLAUDE EXUME known to me or who produced FL. Drivers License as identification and who executed the foregoing Acceptance of Registered Agent, and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 1st day of ~~August~~ September, 1998.

My Commission Expires:



LLOYD M. ROUTMAN
My Commission CC624384
Expires Jan. 14, 2000


Notary Public, State of Florida

LLOYD M. ROUTMAN
Printed Name

FILED
98 SEP -4 PM 12:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA