

PA50000090963

TRANSMITTAL LETTER

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

SUBJECT: SILENT PARTNERS, INC.

Enclosed is an original and one copy of the Articles of  
Incorporation and our check for \$70.00. Please return to us  
a stamped copy of the Articles.

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-10/12/98-01068-012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FROM:

Samuel A. Thompson  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015  
(305) 701-6837

FILED  
98 OCT 23 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 13, 1998

pAMUEL A. THOMPSON  
6135 NW 167 STREET  
SUITE E-27  
MIAMI, FL 33015

SUBJECT: SILENT PARTNERS, INC.  
Ref. Number: W98000023252

We have received your document for SILENT PARTNERS, INC. and your check(s) totaling \$70.00. 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) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 698A00050776

ARTICLES OF INCORPORATION  
OF  
CARCHARIAS CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: CARCHARIAS CORPORATION.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The corporation may engage in any activity of business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV

The number of shares of stock that this corporation is authorized to issue shall be: one-hundred (100) shares common, in one class only, each having a par value of one-dollar (\$1.00) per share.

The corporation shall have the power to amend these articles at any time to provide for different classes of stock and to provide provisions for the preferences, limitations, and relative rights in respect to the shares of each class of stock.

This corporation shall be without authority to approve any By-Laws or resolution that will sell or assign any stock of this corporation to any other firm, person, or corporation, except that the stock of this corporation can be sold or transferred or assigned to any of the present charter members, or to this corporation.

#### ARTICLE V

The principal place of business and mailing address of this corporation shall be:

6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

#### ARTICLE VI

The initial number of corporate directors shall be at least one (1) and not more than five (5). The number of directors may be raised or lowered by amendment of the by-laws of the corporation but shall in no case be less than one.

#### ARTICLE VII

The name and street address of the members of the first board of directors of this corporation are as follows:

Samuel A. Thompson, President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

Clarabell P. Thompson, Vice-President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

ARTICLE VIII

The name and street address of the incorporators to these Articles of Incorporation are:

Samuel A. Thompson, President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

Clarabell P. Thompson, Vice-President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

ARTICLE IX

The name and address of the first officers of this corporation are as follows:

Samuel A. Thompson, President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

Clarabell P. Thompson, Vice-President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

ARTICLE X

The name and address of the first subscribers to the capital stock of this corporation are as follows:

<u>Name and Address</u>	<u>Amount</u>	<u>Number of Shares</u>
Samuel A. Thompson 6135 NW 167 Street Suite E-27 Miami, FL 33015	\$ 50.00	Fifty (50)

Clarabell P. Thompson  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

\$ 50.00

Fifty (50)

ARTICLE XI

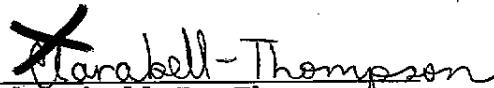
The name and address of the registered agent of this corporation is:

Samuel A. Thompson  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

The undersigned incorporators have executed these Articles of Incorporation this 19th day of October 1998.



Samuel A. Thompson  
President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015



Clarabell P. Thompson  
Vice-President  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED  
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: CARCHARIAS CORPORATION.
2. The name and address of the registered agent and office  
is:

Samuel A. Thompson  
6135 NW 167 Street  
Suite E-27  
Miami, FL 33015

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE  
OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE  
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE  
APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS  
CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE  
OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE  
OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE: - October 19th, 1998.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA