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FLORIDA PROFIT CORPORATION OR P.A.

CARABU CORP.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 12, 1999

AKERMAN, SENTERFITT

SUBJECT: CARABU CORP.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CARABU CORP.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **Carabu Corp.**, (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

7787 S.W. 86th Street, #E-407
Miami, Florida 33143

**ARTICLE III
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Hundred (100) shares, \$1.00 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: 7787 S.W. 86th Street, #E-407, Miami, Florida 33143.

**ARTICLE V
INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Yvonne Sanandres, 7787 S.W. 86th Street, #E-407, Miami, Florida 33143.

Prepared By:

Yvonne Sanandres
7787 S.W. 86th Street, #E-407
Miami, Florida 33143
(305) 271-5075

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ARTICLE VI
INITIAL DIRECTORS

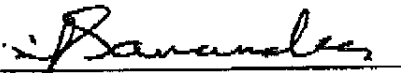
The name and street address of the individuals who are to serve as the initial directors of the Corporation is:

Yvonne Sanandres
7787 S.W. 86th Street, #E-407
Miami, Florida 33143

ARTICLE VII
INDEMNIFICATION

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11th day of February, 1999.



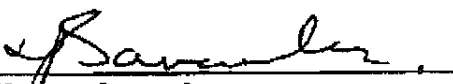
Yvonne Sanandres, Incorporator

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **Carabu Corp.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 11th day of February, 1999.

By: 
Yvonne Sanandres

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