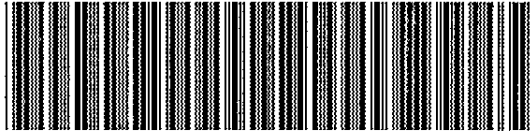


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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T. Hampton FEB 07 2007

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12/20/00

MELNICK, LILLIENFELD + ASSO

Requestor's Name

2070 NE 215th Street

Address

Miami, FL 33180

City

State

ZIP

Phone

(305) 937-1040

VALIDATION ONLY

CORPORATION(S) NAME

FLYING COLORS, INC.

- Profit
- NonProfit
- Foreign
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- Reinstatement
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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

December 22, 2006

EMPIRE

SUBJECT: FLYING COLORS, INC.  
Ref. Number: W06000054908

We have received your document for FLYING COLORS, INC. and your check(s) totaling \$78.75. 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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

An effective date **may** be added to the Articles of Incorporation **if a 2007 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6955.

Suzanne Hawkes  
Document Specialist  
New Filing Section

Letter Number: 906A00072373

ARTICLES OF INCORPORATION

OF

With Flying Colors, Inc.

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

ARTICLE I

The name and address of the corporation shall be :

With Flying Colors, Inc.  
32535 Wolf Branch Lane  
Sorrento, FL 32776

ARTICLE II

This corporation is organized for the following purposes:

- (A) To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- (B) To conduct all types of businesses and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in and convey real and personal property without restrictions in this State and in any other of several states, territories, possessions and dependencies of the United States, the District of Columbia, and in any and all foreign countries.
- (C) To engage in, render or carry on any service or other business as principal or agent, with powers to let contracts for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of the Corporation.
- (D) To acquire by purchase or otherwise for investment of resale, and to own, improve, operate, subdivide, lease, mortgage, sell and otherwise deal in, for cash or credit, by conveyance, agreement for deed or other lawful instrument, real estate or mixed property located in the State of Florida, or elsewhere, and generally to deal in and traffic as owner or agent in real estate, or mixed property, and any interest or estate therein, and to create, own, lease, sell, operate, and deal in freehold and leasehold estates of any and all nature whatsoever and to be an investor in real, mixed and/or personal property; to grant, sell, and otherwise deal in franchises and licenses.
- (E) To factor, lend or borrow money, be surety and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidences thereof, and mortgages, trust deeds, pledges or other securities for payment of the same.

SECRETARY OF STATE  
VILLAHASSEE COUNTY

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(F) To act as agent, broker or attorney-in-fact for any persons, forms or corporations in buying, selling, and dealing in real property or services of whatsoever kind or nature and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to.

(G) To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, assets of every kind, and the liabilities of any person, firm association or corporation, either wholly or partly; and to pay for same in cash, stocks or bonds of the Company or otherwise.

(H) In any manner to acquire, enjoy, utilize, and to dispose of patents, copyrights and trademarks, and any license or other rights or interests herein and thereunder.

(I) To purchase, subscribe for, or otherwise acquire, become interest in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes evidencing shares of or interest in common law trust, trusts, and trust estates or associations, certificates or trust or beneficial interests in trusts, mortgages, contracts, and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist, or participate in the organization liquidation, or reorganization or financial, commercial mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in or promote commercial, mercantile, financial and industrial enterprises and operations.

(J) To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital or for any other object on or about its business of affairs and without limit as to amount; and to secure the payment of money in any lawful manner.

(K) To enter into any partnership, limited or general, as Limited or General Partner, or both, and to enter into any other arrangement for profit-sharing, union of interest, or corporation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this Corporation.

(L) To purchase, hold, sell, and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the Corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders, quorum or vote.

(M) To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the Corporation, either as holders of, or interest in any property or otherwise.

(N) To exercise all of the powers which are now or may hereafter be conferred upon corporations generally by the laws of the State of Florida.

### ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Ten Thousand (10,000) shares at One(\$.01) Cent par value  
per share common stock.

### ARTICLE IV

The amount of capital with which this Corporation shall commence business shall not be less than Five Hundred (\$500.00) Dollars.

### ARTICLE V

This corporation shall exist perpetually unless sooner dissolved by law.

### ARTICLE VI

The registered agent and principal office of this Corporation shall be:

Michael Bliss  
32535 Wolf Branch Lane  
Sorrento, FL 32776

The registered agent at the above address is :

Michael Bliss

### ARTICLE VII

This Corporation will be managed by the Stockholders.  
There will be no directors.

ARTICLE VIII

The name and address of the Officer of this Corporation is:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Michael Bliss	President	32535 Wolf Branch Lane Sorrento, FL 32776
Sherry Magno	Secretary/ President	32535 Wolf Branch Lane Sorrento, FL 32776

ARTICLE IX

The name and address of the Incorporator and Registered Agent signing these articles is:

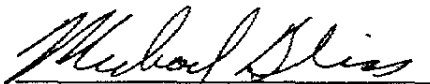
Michael Bliss  
32535 Wolf Branch Lane  
Sorrento, FL 32776

Ten Thousand(10,000) of the authorized shares of capital stock of this Corporation have been subscribed for by Ariel Harrington

ARTICLE X

This Corporation shall indemnify any officer or former officer to the full extent permitted by law.

Having named to accept service of process for the above-stated Corporation at the place designated herein, we hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Michael Bliss  
President

IN WITNESS WHEREOF, I, the undersigned, being the incorporator herein above named, for the purpose of forming a Corporation to do business both within and without the State of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 20 day of November 2006.

  
Michael Bliss

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared, Michael Bliss, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Florida, this 20 day of November 2006.

  
NOTARY PUBLIC

My Commission Expires:

