(300) 541-3697 I-AX: (305) 541-3770 96000007800))) DOCUMENT TYPE! FLORIDA PROFIT CORPORATION OR P.A. NAME: CARRIE AND REESE SERVICES, INC. FAX AUDIT NUMBER: CURRENT STATUS: REQUESTED DATE REQUESTED: 08/04/1998 TIME REQUESTED: 11:89:09 CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: NUMBER OF PAGES: METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the fax Audit number on the top and bottom of all pages of the document. (((H98000007800))) \*\* ENTER 'M' FOR MENU, \*\*
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# ARTICLES OF INCORPORATEON



## CARRIO AND RESSE SERVICES, INC.

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The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Plorida: 

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## ARTICLE I. - MANE

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The name of the corporation is CARRIS and RESES SERVICES XXO..

## ARTICLE II. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

## ARTICLE III. - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) per value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

## <u> ARTICLE IV. - VOTING RIGHTS</u>

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE V. - TERM

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

#### ARTICLE VI. - PREENDTIVE RIGHTS

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

Prepared by: ALAH R. BLATCH, EDG. 2000 V. Commonsial SLVI. 9714 FS. Lauderdate, FL 32509 FBU 278071 (305)351 - 0385

P, 34

## ARTICLE VII. - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office and mailing address of this corporation is 3570 Avesade Avenue, Coconut Grove, Florida 33133 and the name of the initial registered agent of this corporation is Anne Carrie, whose address is 3570 Avesade Avenue, Coconut Grove, Florida 33133.

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#### ARTICLE VIII. - INTUIAL MARD OF DIRECTORS

This corporation shall have at least two (E) directors initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial directors of this corporation are AMME CARRIS, 3870 Avosade Avenue, Cosenut Grove, Florida 33133 and SONYA REESE, 17200 N.W. 42nd Flace, Miami, Florida 33088.

#### ARTICLE IX. - INCORPORATOR

The name and address of the persons signing these Articles of Incorporation is AMME CARRIS, 2570 Avocado Avenue, Coconut Grove, Florida 23123.

## ARTICLE Y - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullabt extent permitted by law either now existing or hereafter enacted.

## ARTICLE X.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the board of Directors of this corporation which shall authorise any such contract or transaction with like force and effect as if he or she were not such director or officer of such other corporation, or not so interested.

- 2 -

### ARTICLE XI.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stock-holders and upon the dividends due them from any indebtedness of such stockholders to the corporation.

IN WITHES WHEREPT, the undersigned subscriber has executed theme Articles of Incorporation this \_\_\_\_\_ day of May, 1996.

Anne Carrie, Subscriber

STATE OF FLORIDA COUNTY OF BROWARD

I MEMBEY CHRIST that on this day before me, an officer duly authorized to administer ouths and take acknowledgments, personally appeared AMME CARRIS, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and she duly acknowledged before me that she executed the same for the purposes therein expressed.

WITHESE MY MAND and official seal this 21 day of May,

My Commission Expirem:

Motary Public, State of Plorida

GHARCH ARRI METZ My committed / Committe grynes March R. 1995 CERTIFICATE DESIGNATING PLACE OF BUSINESS ON DOXIGILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, MAKING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

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That CARRIS and RHESH SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at city of Cocenut Grove, County of Dade; State of Florida, has named ANNE CARRIS, located at 2570 Avosady Avanue, Cocenut Greve, Florida 25152 of Dade County, State of Florida, as its agent to accept service of process with the State.

#### ACKNONLEDGENERT

Having been named to accept service of process for the above corporation, at place designated in this certificate, I hereby accept to act in this deparity, and agree to comply with the provision of said Act relative to keeping open said office.

AME CARRIS Resident Agent

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EMPIRE CORPORATE KIT

TE:21 9661-10-NRF

# ATTOPHET AT LAW

2000 MEST COMMERCIAL SOUTENAND FORT LAUDERDALE, FLORIDA 33309

> (754) 351-0333 1AX (984) 381-0344

REPLY TO: FORT LAUDERDALE

ALAN R. BURTON\* ACMARIND TO FIT MESS & MASSIAC HINESTS

PAIM BEACH COUNTY

7340 WOOLSMOHT BOAD SUITE SHE BOYHON SEACH, PLONIDA SMISH (MI) 738-4386

SHAPI METE ALMENDALE

November 13, 1996

Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

200002005022--2 -11/15/95 01074--001 Inc. \*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Name change of Carris and Reese Services.

Dear Sir/Madam:

Enclosed please find Articles of Amendment for the above noted corporation, changing the name to SKY DANCERS, INC.

A check for \$43.75 is enclosed to cover the filing fee and

Please forward that document to my attention.

Very truly yours,

ALAN R. BURTON

ECRETARY OF STATE LLAHASSEE, FLORIDA PH 2: 00

ARB/sm Enc.

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CARRIE MAD RETHE GENVICES, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I of the corporation is hereby amended to reflect a change in the name of the corporation. The new name of the corporation shall be SKY DANCERS, INC.

SECRETARY OF STATE

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

•	
• • •	•
Villed:	The date of each amendment's adoption Provention 1, 1996
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	The amendment(s) was were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	voting group
□ <b>6</b> 2′	
_	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signa" ire _	gned this S day of November 19 96  (By the Charles of the Regard (Foresteen of the Regard (Fores
	(19) the Charmon of Vice Chairman of the Board of Directors, Presis, pt. or other officer if adopted by the charelolders)
	OR
(By a director if adopted by the directors)	
	OR
	(By an incorporator if adopted by the incorporators)
	ANNE CARRIS
	Typed or printed name
	Incorporator
	Title