

ASHLEY R. POLLOW, P.A.

ATTORNEYS AND COUNSELLORS AT LAW

• ATRIUM FINANCIAL CENTER •

1515 NORTH FEDERAL HIGHWAY, SUITE 300

BOCA RATON, FLORIDA 33432-1994

BOCA RATON (561) 994-1040

PALM BEACH (561) 369-8244

TELECOPIER (561) 392-9901

NATIONAL (800) 486-1040

May 1, 2001

Secretary of State

Division of Corporations

P.O. Box 6327

Tallahassee, Florida 32314

900004137529--7

-05/04/01--01111--009

*****70.00*****70.00

Dear Sir:

Enclosed please find the original and one copy of TINT WORLD I, INC., TINT WORLD II, INC., TINT WORLD III, INC., TINT WORLD IV, INC., TINT WORLD V, INC., TINT WORLD VI, INC., TINT WORLD VII, INC., Articles of Incorporation and Seven checks for \$70.00 each, representing payment for the following:

Filing Fee	35.00
Registered Agent Fee	35.00 for each corporation.

Please file the original Articles of Incorporations and conform the copy. The conformed copy can be sent to the undersigned.

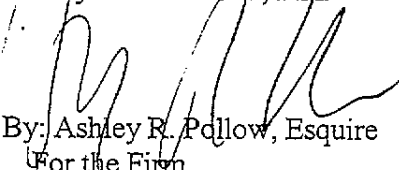
Also enclosed please find an original affidavit of Lisa Weiss granting permission to use the corporate name. Lisa is Fred Weiss's daughter.

If you have any questions, please contact the undersigned.

Thank you.

Very truly yours,

Ashley R. POLLOW, P.A.

By:  Ashley R. Pollock, Esquire
For the Firm

Enclosures

FILED
01 MAY -4 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAY 09 2001

AFFIDAVIT OF LISA WEISS

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Lisa Weiss who being first duly sworn, deposes and says:

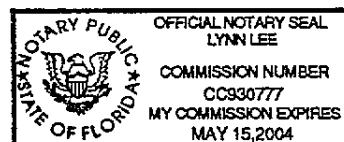
1. That she is over the age of 18 years and a resident of Broward County Florida.
2. That she resides at 1177 N.W. 70th Way, Plantation Florida.
3. That she is the owner of the State Trademark TINT WORLD registered on May 27, 1992, Registration Number T15922 (hereinafter the "Mark")
4. That the Director and Officer of the proposed Florida Corporations which shall be submitted to the State of Florida under the names TINT WORLD I, INC., TINT WORLD II, INC., TINT WORLD III, INC., TINT WORLD VI, INC., TINT WORLD V, INC., TINT WORLD VI, INC. and TINT WORLD VII, INC., is Fred Weiss, the father of Lisa Weiss.
5. That the Shareholders, of the proposed Florida Corporations under the names of TINT WORLD I, INC., TINT WORLD II, INC., TINT WORLD III, INC., TINT WORLD VI, INC., TINT WORLD V, INC., TINT WORLD VI, INC. and TINT WORLD VII, INC., are also the owners of the Mark and they authorize the Corporations to be filed under the above-mentioned names.

SWORN AND SUBSCRIBED before me on this 1st day of MAY 2001 by Lisa Weiss who is personally known to me or who has produced as identification a Florida Driver's License as identification and who did take an oath.

Lisa Weiss
LISA WEISS

Lynn Lee
Notary Public, State of Florida at Large
Printed Name and address:

Lynn Lee
8549 Shadow Court
Coconut Springs, FL
My Commission Expires: May 15, 2004



ARTICLES OF INCORPORATION

OF

TINT WORLD VII, INC.

THE UNDERSIGNED, Fred Weiss executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME AND MAILING ADDRESS

a. The name of this corporation shall be: TINT WORLD VII, INC.

b. The mailing address of this corporation shall be at:

7830 Wiles Road
Coral Springs, FL 33067

c. This corporation may have such other places of business in the State of Florida as the nature and progress of the business of the corporation shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said corporation shall have the power to conduct its business outside the State of Florida, or in any and all of the several States and Territories of the United States, including the District of Columbia, and any and all foreign countries and may have one or more offices in any of said places.

ARTICLE II - EXISTENCE

This corporation shall commence existence upon:

The filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation and its objects and powers shall be as follows:

To transact any and all lawful business under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

- a. The aggregate number of shares, which this corporation shall have authority to issue, is the total sum of 1,000,000 shares, having an individual par value of \$.01 per share.
- b. The capital stock may be paid for in property, labor, services or cash.
- c. Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than \$1,000.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

Registered Office: 1515 N. Federal Highway, Suite 300
Boca Raton, FL 33432

Registered Agent: Ashley R. Pollow

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of member or members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The names and address of the directors constituting the initial Board of Directors is/are:

NAME: Fred Weiss

ADDRESS: 6570 N.W. 74TH DRIVE
Parkland, FL 33067

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

NAME: Fred Weiss
ADDRESS: 6570 N.W. 74TH DRIVE
Parkland, FL 33067

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1 day of May, 2001.

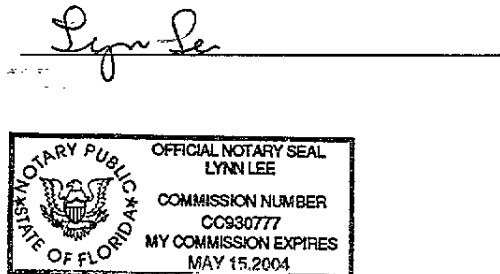
Fred Weiss
Fred Weiss, Incorporator

[illegible]

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Fred Weiss, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation; and

THE FOREGOING INSTRUMENT was acknowledged before me this 1 day of May, 2001 by Fred Weiss who is personally known to me or who has produced as identification and who did take an oath.

Notary Public Lynn Lee
NAME: Lynn Lee
ADDRESS 8549 Shadow Ct
Coal Springs, FL
Commission No.: CE 930577
My commission expires: May 15, 2004



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted, in compliance with said Act:

First, that TINT WORLD VII, 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 Coral Springs, Broward County, State of Florida, has named Ashley R. Pollow, located at 1515 N. Federal Highway, Suite 300, Boca Raton, FL 33432 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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



Ashley R. Pollow, Registered Agent

THE FOREGOING INSTRUMENT was acknowledged before me this 1 day of May, 2001, by Ashley R. Pollow who is personally known to me or who has produced as identification and who did take an oath.

Notary Public

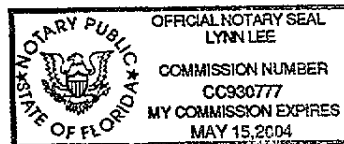
NAME: Lynn Lee

ADDRESS 8849 Shadon Ct
Coral Springs FL 33071

Commission No.: CC930777

My commission expires:

May 15, 2004



FILED
01 MAY -4 AM 9:34
TALLAHASSEE, FLORIDA