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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 APR -5 AM 8:55

**ARTICLES OF INCORPORATION  
OF  
ColoMAX, INC.**

**ARTICLE I - NAME**

The name of this corporation is ColoMAX, Inc.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue Twenty-Five Million (25,000,000) Shares of common stock having no par value.

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon 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 pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 17201 Plantation Lakes Circle, Sanford, Florida 32771, and the name of the initial registered agent of this corporation at that address is JAMES C. MARCHANT.

**ARTICLE VII - PRINCIPAL OFFICE**

The initial mailing address of the principal office of this corporation in the State of Florida is P. O. Box 951419, Lake Mary, FL 32795-1419.

The address of the registered office and the principal office of the Corporation are located at 17201 Plantation Lakes Circle, Sanford, Florida 32771.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors can be either increased or decreased from time-to-time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
James C. Marchant	17201 Plantation Lakes Circle Sanford, Florida 32771

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
James C. Marchant	17201 Plantation Lakes Circle Sanford, Florida 32771

**ARTICLE IX - INDEMNIFICATION**

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

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

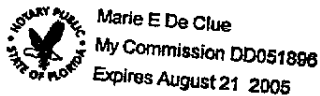
IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation, this 27<sup>th</sup> day of February, 2002.

James C. Marchant  
James C. Marchant, Subscriber

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of February, 2002, by James C. Marchant.

Marie E. DeClue  
Notary Public, State of Florida at Large



MARIE E. DeCLUE  
Print, Type, or Stamp Commissioned Name of Notary Public

Personally known X or Produced Identification \_\_\_\_\_

Type of Identification Produced:

- Current Florida Driver's License
- Other \_\_\_\_\_

My Commission Expires: August 21, 2005

**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

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I HEREBY ACCEPT appointment as Registered Agent for COLOMAX, INC., on whom process may be served in the State of Florida. I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

DATED this 27<sup>th</sup> day of February, 2002.

James C. Marchant  
James C. Marchant  
Registered Agent