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# TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:Col	ors, Style & Design, Co.			
	(PROPOSED CORPORA)	TE NAME – <u>MUST INCL</u> I	JDE SUFFIX)	
Enclosed are an orig	rinal and one (1) copy of the artic	cles of incorporation and	l a check for:	
□ \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM:	Mr. Genaro Ambrosino		·	
-	Name (Printed or typed)			
	1800 Sunset Harbour Drive, Suite 1808			
	Address			
	Miami Beach, FL 33139	State & Zip		
	City,	State & Zip		
	305-891-5577			

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

### **ARTICLES OF INCORPORATION**

OF

# COLORS, STYLE & DESIGN, Co.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I:

Name

The name of the corporation is Colors Style & Design, Co.

Article II:

Duration

This corporation shall exist perpetually.

#### Article III:

#### **Nature of Business**

The purpose of the corporation will be manufacturing, importing, exporting, distribution of clothing, personal care products, objects of design for the home and accessories, and any or all lawful business associated.

#### Article IV:

# **Mailing Address**

The initial mailing address of the corporation is c/o Genaro Ambrosino 1800 Sunset Harbour Drive, Suite 1808, Miami Beach, FL 33139

### Article V:

# **Principal Office**

The principal place of business will be located at 767 NE 125<sup>th</sup> Street, North Miami, FL 33161, Miami-Dade County.

### Article VI:

# Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 100 shares of common stock each having \$0.10 par value.

# Article VII:

# Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1800 Sunset Harbour Drive, Suite 1808, Miami Beach, FL 33139, and the name of the initial registered agent of this corporation at that address is GENARO AMBROSINO.

#### Article VIII:

#### **Directors**

- (a) <u>Number</u>. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) <u>Initial Directors</u>. The names and street addresses of the members of the first board of directors of the corporation are:

<u>Names</u>	Street Addresses
GENARO AMBROSINO	1800 Sunset Harbour Drive Suite 1808 Miami Beach, FL 33139 USA
MICHELE AMBROSINO	Calle California Quinta Tierra Firme Las Mercedes, Caracas 1060 Venezuela
XAVIER PY	40 Rue Saint Croix de la Bretonnerie 75004, Paris France

### Article IX:

# **Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

#### Article X:

# Incorporator

The name and street address of the incorporator of this corporation are: GENARO AMBROSINO, 1800 Sunset Harbour Drive, Suite 1808, Miami Beach, FL 33139.

#### Article XI:

## Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the incorporator has executed these Articles on May 6, 2003.

Genaro Ambrosino, Incorporator

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

COLORS STYLE & DESIGN, Co., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami Beach, State of Florida, has named GENARO AMBROSINO, 1800 Sunset Harbour Drive, Suite 1808, Miami Beach, FL 33139, as its registered agent to accept service of process within Florida.

Genziro Ambrosino

Incorporator

Dated: May 6, 2003

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

> Genafo Ambrosino Registered Agent

Dated: May 6, 2003