

P450000 2866 1

TRANSMITTAL LETTER

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

SUBJECT: TRC - CONOUR PRODUCTIONS, INC.
(Proposed corporate name - must include suffix)

1.000001 444 1 1 1
-03/30/95--01079--010
****122.50 ****122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05/28/12 PM 5:44
711 667

FROM:

ALEXANDRA FOUCARD

Name (printed or typed)

1717 N. BAYSHORE DR - Suite 3448

Address

MIAMI, FL 33132

City, State & Zip

(305) 373-6035 or (305) 573-8833

Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1995

ALEXANDRA FOUCARD
1717 NO. BAYSHORE DRIVE STE. 3448
MIAMI, FL 33132

SUBJECT: TRI-COLOUR PRODUCTIONS, INC.
Ref. Number: W95000007128

We have received your document for TRI-COLOUR PRODUCTIONS, INC. and check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

Please return 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 (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 495A00014911

**ARTICLES OF INCORPORATION
OF
TRI-COLOUR PRODUCTIONS, INC.**

ARTICLE I - NAME

The name of the Corporation is TRI-COLOUR PRODUCTIONS, INC.

ARTICLE II - PRINCIPAL OFFICE; MAILING ADDRESS

The address of the principal office and mailing address of the corporation are
1717 North Bayshore Drive # 3448, Miami Florida 33132

ARTICLE III - DURATION

~~The corporation is to commence its corporate existence on the date of the
subscription and the acknowledgement of these Articles of Incorporation and
shall exist perpetually thereafter unless dissolved sooner according to law.~~

Shall commence on date of filing and exist perpetually.

ARTICLE IV - PURPOSE

The purpose or purposes for which the Corporation is organized are as follows:

a) to engage in the transaction of any or all lawful business for which a corporation may be incorporated under the provisions of the Florida General Corporation Act.

b) to carry out all and any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any and all states, territories, districts and possessions of the United States of America and in foreign countries.

c) To engage in and carry on any other business which may conveniently be conducted in conjunction with any business of the Corporation and such other purposes lawful to the corporation under the provisions of the Florida General Corporation Act which shall be approved by the Board of Directors of the Corporation.

RECORDED
JAN 12 1974
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock, One Dollar (\$ 1.00) par value.

Each outstanding share shall be entitled to one vote on each matter submitted to a vote at shareholders meeting.

ARTICLE VI - PREEMPTIVE RIGHTS

There are no provisions limiting or denying to shareholders the preemptive right to acquire additional shares of the corporation.

ARTICLE VII - REGULATION OF INTERNAL AFFAIRS

The provisions for regulation of the internal affairs of the corporation are by duly adopted By-Laws.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not later, amend or repeal any By-Laws adopted by the shareholders if the shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VIII - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by the shareholders.

The number of Directors constituting the initial Board of Directors of the Corporation is One (1). The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation. In no event shall there be less than One (1) Directors. The name and street address of the initial Director who shall hold office until the first annual meeting of Shareholders or until his successors are elected and shall qualify is:

Name	Address
Alexandra Foucard	1717 North Bayshore Drive Suite # 3448 Miami, Florida 33132

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of director, to the full extent now or hereafter permitted by law, except in relation to matters as to which such officer or director shall have been finally adjudged by a court of competent jurisdiction to be liable by reason of having been guilty of gross negligence or willful misconduct in the performance of his duty as such director or officer.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of director, to the full extent now or hereafter permitted by law, except in relation to matters as to which such officer or director shall have been finally adjudged by a court of competent jurisdiction to be liable by reason of having been guilty of gross negligence or willful misconduct in the performance of his duty as such director or officer.

ARTICLE X - AMENDMENT

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

ARTICLE XI - INCORPORATOR

The name and address of the incorporator, the initial Registered Agent and the Registered Office is:

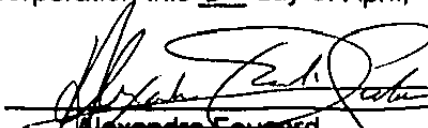
Name	Address
Alexandra Foucard	1717 North Bayshore Drive Suite # 3448 Miami, Florida 33132

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

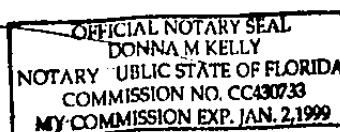
The street address of the initial Registered Agent of the corporation is :

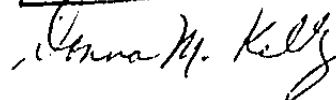
Alexandra Foucard	1717 North Bayshore Drive Suite # 3448 Miami, Florida 33132
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IN WITNESS WHEREOF, the undersigned, as incorporator, do hereby execute these Articles of Incorporation this 6TH day of April, 1995.



Alexandra Foucard
Incorporator

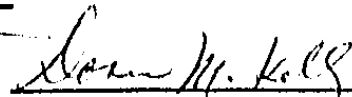


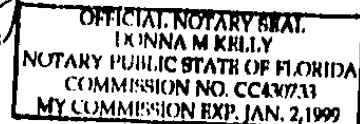


STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 6th day of April, 1995 by ALEXANDRA FOUCARD




NOTARY PUBLIC
State of Florida at Large



My Commission Expires:

In pursuance of Section 48.091 and Section 607.034 (3), Florida Statutes, the following is submitted in compliance with said section:

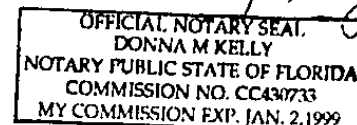
TRI-COLOUR PRODUCTIONS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Alexandra Foucard as its Registered Agent to accept service of process within the state, who is located at the following Registered Office:

Alexandra Foucard 1717 North Bayshore Drive
 Suite # 3448
 Miami, Florida 33132

Having been named as Registered Agent for the above corporation for the purpose of accepting service of process at the Registered Office designated in this Certificate, I hereby accept such appointment and agree to act in such a capacity. I agree to comply with the provisions of said sections relative to keeping open the Registered Office.


Alexandra Foucard.
Registered Agent

[Notarial Seal]



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA,

1. The name of the corporation is: TRI - COLOUR PRODUCTIONS, INC.

2. The name and address of the registered agent and office is:

ALEXANDRA FOULARD

(Name)

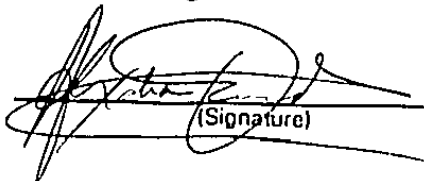
1717 N. BAYSHORE DR #3448

(P.O. Box not acceptable)

MIAMI, FL 33132

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

3/22/98
(Date)