

P95000057852

7/21/95

FLORIDA DIVISION OF CORPORATIONS

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((H95000003088))

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA

FROM: EMPIRE CORPORATE KIT COMPANY

1492 W FLAGLER ST

SUITE 200

MIAMI FL 33135-

409 EAST GAINES STREET

TALLAHASSEE, FL 32389

CONTACT: RAY STORMONT

PHONE: (305) 541-3094

FAX: (305) 541-3770

FAX: (904) 922-4000

((H95000003088))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PIERRE COLORADO DESIGN, INC.

FAX AUDIT NUMBER: H95000003088

CURRENT STATUS: REQUESTED

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FLORIDA DIVISION OF CORPORATIONS

95 JUL 24 PM 4:29

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19049224000 P.01

JAN-13-1900 15:48 FROM

95 JUL 25 PM 3:42

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JAN-14-1900 16183 FROM

TO

19049224000 P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 25, 1995

EMPIRE

MIAMI, FL

SUBJECT: PIERRE COLORADO DESIGN, INC.
REF: H95000014943

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

PERSON LISTED AS INCORPORATOR IS NOT WHO SIGNED IN THAT CAPACITY

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) 487-6931.

Steven Godfrey
Corporate Specialist

FAX Aud. #: H95000008068
Letter Number: 695A00035349

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

(2)

ARTICLES OF INCORPORATION
OF

PIERRE COLORADO DESIGN, INC.

A Florida Corporation

The undersigned hereby adopt (s) the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLES I - NAME

The name of the Corporation (hereinafter called the "Corporation") is:

PIERRE COLORADO DESIGN, INC.

ARTICLE II - COMMENCEMENT AND DURATION

The Corporation is to commence its corporate existence on the date of filing of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - STATED CAPITAL

The Corporation is authorized to issue One Thousand (1,000) shares of One Dollars (\$1.00) par value common stock.

Each outstanding share, regardless of class, shall be entitled to one (1) vote (s) on each matter submitted to a vote at a meeting of the shareholders.

THESE ARTICLES WERE PREPARED BY:

JEFFREY E. REICHENBACHER, ESQ. FLA. BAR NO. 020044
801 BRICKELL AVENUE 9TH FLOOR MIAMI, FLORIDA 33131

789-6667

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ARTICLES OF INCORPORATION OF
PIERRE COLORADO DESIGN, INC.

The shares of stock may be issued for such consideration, having a value not less than par value of the shares issued therefore, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. Thereafter, such shares shall be deemed to be fully paid and nonassessable.

ARTICLE V. - 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 such person or persons as shall be provided by the shareholders.

The Corporation shall have ONE (1) director(s) initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the laws of the Corporation.

The name(s) and street address(es) of the initial director(s) who shall hold office until their successor(s), who shall be chosen at the first meeting of the stockholders, has / have qualified shall be:

NAME:

PIERRE COLORADO

ADDRESS:

800 WEST AVENUE
PH 19
MIAMI BEACH FLORIDA 33139

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ARTICLES OF INCORPORATION OF
PIERRE COLORADO DESIGN, INC.

VI - INITIAL OFFICERS

The initial Officers of the Corporation are:

PRESIDENT:
TREASURER:
VICE - PRESIDENT:
SECRETARY:

PIERRE COLORADO
PIERRE COLORADO
PIERRE COLORADO
PIERRE COLORADO

ARTICLE VII - 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 now or hereafter permitted by law.

ARTICLE VIII - BYLAWS

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

ARTICLE IX - AMENDMENT

These articles of incorporation may be amended at any time by a vote of majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

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ARTICLES OF INCORPORATION OF
PIERRE COLORADO DESIGN, INC.

ARTICLE X - INCORPORATOR

The names and address(es) of the Incorporators to these articles of incorporation are:

NAME:

ADDRESS:

PIERRE COLORADO

801 BRICKELL AVENUE 9TH FL.
MIAMI FLORIDA 33131

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

800 WEST AVENUE
PH 19
MIAMI BEACH, FLORIDA 33139

ARTICLES XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and mailing address of the corporation is 801 BRICKELL AVENUE 9TH FLOOR MIAMI, FLORIDA 33131 and the name of the initial registered agent of the corporation at that address is JEFFREY E. REICHENBACHER, ESQ..

IN WITNESS WHEREOF, the undersigned, as Incorporator hereby executes these Articles of Incorporation on this 12th day of May, 1995.


PIERRE COLORADO

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89080000564

PAGE FIVE
ARTICLES OF INCORPORATION OF
PIERRE COLORADO DESIGN, INC.

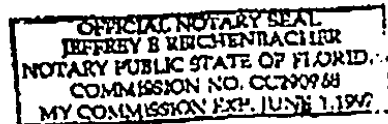
STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgment, personally appeared **PIERRE COLORADO** known to me and known by me to be the person who executes the foregoing articles of incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 12th day of May, 1995 at Miami,
Dade County, Florida


NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Corporation Act, the undersigned does hereby accept appointment as registered agent on whom process may be served within the State of Florida at **801 BRICKELL AVENUE 9TH FLOOR MIAMI, FLORIDA 33131** for the proposed domestic corporation named in the foregoing Articles of Incorporation and does hereby accept the obligations of F.S. 607.325.

DATED this 12th day of May, 1995.


JEFFREY B. REICHENBACHER, ESQ.

05 JUL 26 PM 3:42

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October 7, 1996

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-10/08/96--01063--007
****240.00 ****240.00

REPLACEMENT FEE 1996

ANNUAL REPORT: PIERRE COLORADO
DESIGN, INC.

DEBIT MEMO: # 14296-D

CHECK #: 238

P95000057852



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 22, 1996

PIERRE COLORADO DESIGN, INC.
800 WEST AVE
PH 19
MIAMI BEACH, FL 33139

SUBJECT: PIERRE COLORADO DESIGN, INC.
Ref. Number: P95000057852

Debit Memo #: 14296-D

This is to inform you that check #238 in the amount of \$225.00 submitted with the annual report for PIERRE COLORADO DESIGN, INC. has been returned by your bank because of NSF.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$240.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 22, 1996 and a reinstatement fee of an additional \$385 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 496A00040026