

01/01/1990 08:50 8-300 SAN ANGELO PAGE 03

TO: DIVISION OF CORPORATIONS FROM: CAN-AM IMMIGRATION CLINIC.

DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

6245 N FEDERAL HWY  
SUITE 502  
FT LAUDERDALE FL 33308-0000  
CONTACT: ROCARD PARENTEAU  
PHONE: (305) 351-7063  
FAX: (305) 776-2090

(((H95000012198))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION  
OR P.A. FAX: (305) 776-2850

NAME: EMERALD INTERNATIONAL INC.  
FAX AUDIT NUMBER: H95000012198 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 10/31/1995 TIME REQUESTED: 13:20:01  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX  
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number on the top and bottom  
(((H95000012198)))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:

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96 JAN -8 PH 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

'961250 0000 30 K018.'

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## GENERAL

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CAN AM GROUP  
01/08/96 15:01 Fl. Dept. of State pl /1

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Martham  
Secretary of State

January 5, 1996

CAN-AM IMMIGRATION CLINIC

PT. LAUDERDALE, FL

SUBJECT: EMERALD INTERNATIONAL, INC.  
REF: M95000021662

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

The registered agent must sign accepting the designation.

The FAX audit number must be on the top and bottom of each page of the document.

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) 487-6937.

Jerri Weinmann  
Staff Assistant

FAX Aud. #: H95000012198  
Letter Number: 795A00048795

H95000012198

ARTICLES OF INCORPORATION  
OFEMERALD INTERNATIONAL, INC.SECRETARY OF STATE  
TALLAHASSEE, FLORIDA95 JUN-8 PH 1:41  
FILED

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

## ARTICLE I. NAME

The name of the Corporation is: EMERALD INTERNATIONAL, INC.

## ARTICLE II. NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

## ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$ 1.00 per share.

## ARTICLE IV. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

## ARTICLE V. ADDRESS

The initial principal office of this Corporation in the State of Florida is: EMERALD INTERNATIONAL, INC.

1399 SE CORAL REEF  
PORT ST LUCIE, FL 34983

## ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is: MICHELE ARNAUD  
1399 SE CORAL REEF  
PORT ST LUCIE, FL 34983

**CAN AM IMMIGRATION CLINIC**  
45 N. Federal Highway Ste 502  
Fort Lauderdale, FL 33308  
F: (954) 351-7063  
E: (954) 776-2090

which is also known as the registered office.  
H95000012198

**H9500012198****ARTICLE VII. DIRECTORS**

The Corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by By-laws adopted by the stockholders, but shall never be less than one. The name and address of the initial director is.:

**Michele Arnaud  
1399 Coral Reef  
Port St Lucie, Fl 34983**

**ARTICLE VIII. EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

**ARTICLE IX. PREEMPTIVE RIGHTS**

Every Shareholder, upon the 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 issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X. INCORPORATORS**

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

**Michele Arnaud  
1399 Coral Reef  
Port St Lucie, Fl 34983**

**ARTICLE XI. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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CAN AM GROUP

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From:

Nov. 14, 1995 09:23 PM F02  
File# 04

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IN WITNESS WHEREOP, I have hereunto set my hand and seal, acknowledged  
and filed the foregoing Articles of Incorporation under the laws of the State of Florida this  
30 day of October 1995

  
MICHELE ARNAUD

STATE OF FLORIDA )

:SS 590-25-6815

COUNTY OF BROWARD )

I hereby certify that on this day, before me, a Notary Public duly authorized  
in the State and County named above, to take acknowledgments, personally appeared:

known to me to be the person described as Incorporator of and who executed the foregoing  
Articles of Incorporation, and acknowledged before me that he subscribed to those Articles  
of Incorporation.

WITNESS my hand and official seal in the State and County named above  
this day of 19

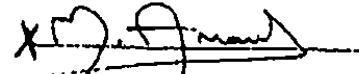
My Commission Expires:

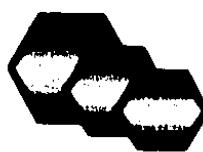
Notary Public, State of Florida  
96-J-8 PH 1:41

FILED  
-8 PH 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, Michele Arnaud, by execution hereof, accept the designation as  
Registered Agent of this Corporation

895000012198





# P96000001940

**EMERALD INTERNATIONAL INC.**

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

JANUARY 20 TH, 1996

Document no.:P 96000001940

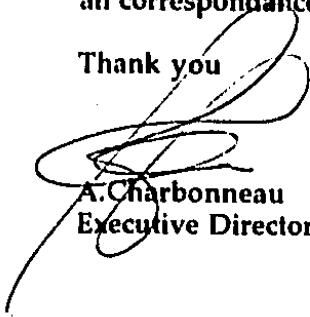
Mr. Jerri Weinmann  
New Filings Section

Please take note, that the corporate address and the head office address is:

Emerald International Inc.  
897 N.E. Prima Vista Blvd  
Port St. Lucie, FL 34952

all correspondance must be send to this address.

Thank you

  
A. Charbonneau  
Executive Director

JP  
1-29-96

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COSMETICS AND HEALTH CARE DISTRIBUTOR  
897 N.E. PRIMA VISTA BLVD  
PORT STE. LUCIE , FL 34952

TELEPHONE: 1-800-318-1710