

P96000000 79 12

DAVID J. HART  
NEW WORLD TOWER • SUITE 1717  
100 NORTH BISCAYNE BOULEVARD  
MIAMI, FLORIDA 33132

ADMITTED TO:  
FLORIDA AND NEW YORK BAR

TELEPHONE (305) 577-9977  
FACSIMILE (305) 577-0088

8000001694658  
-01/22/96--01053--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

January 17, 1996

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

RE: California Colortime, Inc.

Dear Sir/ Madam,

Please find enclosed a cheque in the amount of \$70.00 to incorporate the above-captioned company.

Please forward to the undersigned, a certified copy of articles upon acceptance.

Sincerely

  
David J. Hart

DJH/kr

FILED  
95 JUN 22 PM 1:29  
FEDERAL BUREAU OF INVESTIGATION  
U.S. DEPARTMENT OF JUSTICE

SAB  
1/25/96

FILED

96 JAN 22 PM 4:29

**ARTICLES OF INCORPORATION OF  
CALIFORNIA COLORTIME, INC.**

The undersigned, acknowledges and files in the Office of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

**ARTICLE I**

**NAME**

The name of the Corporation shall be: CALIFORNIA COLORTIME, INC.

**ARTICLE II**

**Principal place of business and mailing address**

The principal place of business and the mailing address of this Corporation shall be: 310 WOODCREST ROAD, KEY BISCAYNE, FLORIDA 33149

**ARTICLE III**

**Purpose**

The general nature of the business to be transacted by this corporation shall be:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Without limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations formed under the laws of the States, and which now or hereafter may be authorized by law

**ARTICLE IV**

**Shares**

The authorized capital stock of this Corporation shall consist of one thousand (1000) shares of common stock with no (\$0) par value. Any consideration to be paid for each share shall be fixed by the Board of Directors.

#### ARTICLE V

##### **Manner of election of Directors**

The number of Directors may be altered from time to time by By-Laws adopted by the Shareholders. However, the Corporation shall have no less than one (1) Director at any time.

#### ARTICLE VI

##### **First Board of Directors**

The number of Directors consisting of the first Board of Directors of the Corporation is two (2) as follows:

CAROLINE DADLANI 310 WOODCREST ROAD, KEY BISCAYNE FLORIDA 33149

UMESH DADLANI 310 WOODCREST ROAD, KEY BISCAYNE FLORIDA 33149

#### ARTICLE VII

##### **Initial Registered Agent and street address**

The name and street address of the initial registered agent for the corporation is:

DAVID J. HART  
100 NORTH BISCAYNE BOULEVARD  
SUITE 1717  
MIAMI, FLORIDA, 33132

#### ARTICLE VIII

##### **Incorporator**

The name and street address of the incorporator of the Corporation is:

DAVID J. HART  
100 NORTH BISCAYNE BOULEVARD, SUITE 1717 MIAMI FLORIDA 33149

#### ARTICLE IX

##### **Existence**

The Corporation shall have perpetual existence.

#### ARTICLE X

##### **General Provisions**

(a) The private property of any shareholder shall not be subject to the payments of any corporate debts to any extent whatsoever;

(b) A director of the corporation may transact business, borrow, lend, finance, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States;

(c) The Corporation shall indemnify each director and officer of the Corporation against all or any of all expenses reasonably incurred by him in connection with or arising out of any action, suit, or proceeding in which he may be involved, by reason of his being or having been an officer or director of the corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to continue as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

The undersigned incorporator has executed these Articles of Incorporation this 17TH day of JANUARY 1996.

By:

  
DAVID J. HART

**STATE OF FLORIDA**

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

Pursuant to the provisions of section 607.0501 or 617.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent in the State of Florida.

- i- The name of the Corporation is: CALIFORNIA COLORTIME, INC.
- ii- The name and address of the registered agent and office is:

DAVID J. HART  
100 NORTH BISCAYNE BLVD, SUITE 1717  
MIAMI, FLORIDA 33132

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 such 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.

By:   
DAVID J. HART

Dated: Miami, Florida  
JANUARY 17, 1996

FILED  
96 JAN 22 PM 1:20  
CLERK OF COURT  
CLERK OF COURT