

796000035838

LETTER OF INCORPORATION

50000178995
04/23/96--01008--012
*****122.50 *****122.50

DATE: APRIL 17, 1996

SECRETARY OF STATE
DEPARTMENT OF CORPORATIONS
P.O. BOX 6437
TALLAHASSEE, FL 32334

THE DIAMOND AND ICE & DESIGN
CORPORATION, LLC
(diamond & corporation)

SUBJECT:

ENCLOSURE PLEASE FIND THE ORIGINAL AND ONE COPY OF
ARTICLES OF INCORPORATION TOGETHER WITH A CHECK IN THE
AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED
COPY OF ARTICLES OF INCORPORATION AND FEE FOR REGISTERED
AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS,



ROBERTO S. PINTO

(Mailing address of corp.)

924 ELDORADO PKWY
Cape Coral, FL 33914
(941) 549-2441

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

MSP
4/25/96

THE DIRECTOR OR DIRECTORS OF THE CORPORATION SHALL NOT
RECEIVE ANY COMPENSATION EXCEPT AS PROVIDED IN THIS ARTICLE.

ARTICLE IV - COMPENSATION OF
THE DIRECTOR OR DIRECTORS

(A) NAME OF THE CORPORATION
THE CORPORATION SHALL BE KNOWN AS "EL DORADO INC."
DOING BUSINESS AS "EL DORADO"
THE CORPORATION SHALL HAVE A PLACE OF BUSINESS AT 924 EL DORADO PKWY.
SUITE 33914, EL PASO, TEXAS.

ARTICLE V - CAPITAL STOCK
THE CORPORATION IS AUTHORIZED TO ISSUE 100,000 SHARES OF CLASS A
COMMON STOCK, \$1.00 PAR VALUE, AND 100,000 SHARES OF CLASS B
PREFERRED STOCK, WITH THE STATED VALUE OF \$1.00.

ARTICLE VI - DIRECTORS
THE CORPORATION IS AUTHORIZED TO HAVE ONE OR MORE DIRECTORS
AT ANY TIME, OR TO HAVE NO DIRECTORS OTHER THAN THE CHAIRMAN OF THE
DIRECTOR'S COMMITTEE, WITH THE STATED VALUE OF \$1.00.

ARTICLE VII - DIRECTOR'S RESIDENCE OR PLACE OF BUSINESS
NAME - ROBERTO S. PINTO
THE DIRECTOR'S OFFICE IS TO BE LOCATED ON THE MAILING ADDRESS OF THE
CORPORATION IN EL PASO, TEXAS
NAME - THE PLAZA, SUITE 33914, EL PASO, TEXAS
ADDRESS - 924 EL DORADO PKWY.
SUITE 33914, EL PASO, TEXAS.

ARTICLE VIII - DIRECTOR'S TERM OF DIRECTOR
THE CORPORATION SHALL HAVE ONE OR MORE DIRECTORS INDEFINITELY. THE
NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED
FROM TIME TO TIME BY THE BOARD OF DIRECTORS, BUT SHALL NEVER BE LESS
THAN ONE AND THE NAMES AND ADDRESSES OF THE DIRECTOR
DIRECTORS (% OF THE CORPORATION ARE AS FOLLOWS:

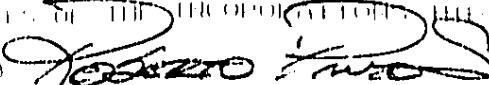
NAME - ROBERTO S. PINTO
STREET - 924 EL DORADO PKWY.
ADDRESS - Suite 33914, El 33914

ADDITIONAL
ROBERTO S. PINTO

924 EL DORADO PKWY.
Suite 33914, El 33914

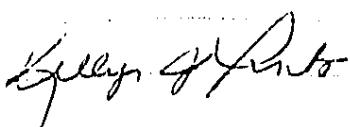
ARTICLE VII - INCORPORATION

THE NAME AND ADDRESS OF THE INCORPORATORS, BEING THE
DIRECTORS OF THE CORPORATION, IS AS FOLLOWS: THIS DAY OF JANUARY, 1996.

One (1)  ROBERTO S. PINTO - DBA:
924 ELDORADO PLAZA
CAPE CORAL, FL 33990

KELLY J. PINTO - DBA:
924 ELDORADO PLAZA
CAPE CORAL, FL 33990

VIP



STATE OF FLORIDA
COUNTY OF LEE

APRIL 17TH 1996

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE PERSONALLY APPEARED:

ROBERTO S. PINTO
KELLY J. PINTO

KNOWN TO ME AND KNOWN TO BE THE PERSON (S) WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 17TH DAY OF APRIL 1996.


PEGGY J. WILLIAMS, NOTARY



PEGGY J. WILLIAMS
My Commission CC471226
Expires Jul 18, 1999
Bonded by ANB
800-652-5878

CERTIFICATE OF REGISTRATION
OF

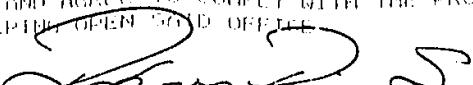
THE FLAMBOY LTD., a FOREIGN CORPORATION, FBO.

(Name of Corporation)

PURSUANT TO FLORIDA'S STATUTES, AND FROM AND INCLUDING THIS DAY,
THE CORPORATION IS GRANTED THE FLAMBOY LTD., A FOREIGN
CORPORATION, THE
NAME OF THE CORPORATION, PURSUANT TO WHICH IT IS REGISTERED
WITH THE SECRETARY OF STATE, AS
INCORPORATED IN THE STATE OF FLORIDA.
500 ELDORADO DRIVE, SUITE 100, CYPRESS, CALIFORNIA
FLY, ROBERTO S., REGISTERED AGENT
LOCATED AT THE ADDRESS STATED, THE REGISTERED AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

ROBERTO S. PIRES
HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE
DESIGNATED IN THIS CERTIFICATE, AND BEING FAMILIAR WITH THE
OBLIGATIONS OF THAT POSITION, I HEREBY ACCEPT TO ACT IN THIS
CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA
LAW IN KEEPING OPEN THIS OFFICE.


ROBERTO S. PIRES
(SIGNATURE) Registered Agent

ARTICLE OF INCORPORATION

APPROVED
AND
FILED
964P2 32 44 31e
SECRETARY OF STATE
TALLAHASSEE, FLORIDA