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APRIL 25, 1996

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

700001796567  
-04/26/96--01082--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: INOVIDABLE ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find proposed Certificate of Incorporation of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$70.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

*Lawrence A. Kirsch*

Lawrence A. Kirsch

96 APR 26 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

*Handwritten initials/signature*

ARTICLES OF INCORPORATION  
OF  
INOVIDABLE ENTERPRISES, INC.

Filed by:

Myles H. Kahn, Esq.  
99 Park Avenue  
25th Floor  
New York, New York 10016

FILED  
96 APR 26 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

INOVIDABLE ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is INOVIDABLE ENTERPRISES, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: Two Hundred, (200), all of which shall be without par value.

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until his successor is elected, is:

Cynthia Rodriguez  
630 South Park Road  
Hollywood, Florida 33021

ARTICLE VI PRINCIPAL MAILING ADDRESS

The principal mailing address of the corporation shall be:

630 South Park Road  
Hollywood, Florida 33021

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

Katherine E. Mitchell  
90 State Street  
Albany, New York 12207

IN WITNESS WHEREOF, the undersigned incorporator has executed these  
Articles of Incorporation this 25th day of April, 1996.

Katherine E. Mitchell  
KATHERINE E. MITCHELL

STATE OF NEW YORK)  
COUNTY OF ALBANY ) SS.:

The foregoing instrument was acknowledged and sworn to me before this  
25th day of April, 1996 by the incorporator of INOVIDABLE ENTERPRISES,  
INC.

Wendy J. Henderson  
Notary Public  
My Commission Expires:

WENDY J. HENDERSON  
Notary Public, State of New York  
No. 01HE1031000  
Qualified in Albany County  
Commission Expires July 25, 19\_96

FILED  
96 APR 26 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 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: Inevitable Enterprises, INC.

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

Cynthia Rodriguez  
630 South Park Road  
Hollywood, FL 33021 (P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

SIGNATURE Cynthia Rodriguez  
(Corporate Officer)

TITLE President

DATE April 22, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Cynthia Rodriguez

DATE April 22, 1996

REGISTERED AGENT FILING FEE: \$20.00

P96000038064

GERALD WEINBERG, P.C.

Attorneys at Law  
90 State Street  
Albany, New York 12207

Gerald Weinberg  
Lawrence A. Kirsch

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Facsimile (518) 463-0079

MAY 17, 1996

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

200001833022  
-05/21/96--01147--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: INOVIDABLE ENTERPRISES, INC.

Dear Sir or Madam:

Enclosed please find proposed Articles of Amendment of the above entitled corporation. Please file the original and return confirmation of the filing to this office in the prepaid Federal Express envelope enclosed.

Also enclosed please find my firm's check in the amount of \$35.00 as and for the filing fee in connection with the above.

Your prompt attention and consideration are greatly appreciated.

Very truly yours,

*Lawrence A. Kirsch*

Lawrence A. Kirsch

*KSM*

SH 5/21  
NC

FILED  
96 MAY 20 AM 9:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
95 MAY 20 AM 9:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
OF  
INOVIDABLE ENTERPRISES, INC.

Filed by:

Myles Kahn, Esq.  
99 Park Avenue  
New York, New York 10016

ARTICLES OF AMENDMENT

INOVIDABLE ENTERPRISES, INC.

Pursuant to the provisions of section 607.1006 of the Florida Statutes, the undersigned incorporator adopts the following articles of amendment to its articles of incorporation.

ARTICLE I

The amendment adopted: To change the name of the corporation. Article I which sets forth the name of the corporation is hereby amended to read as follows.

Article I

The name of the corporation is INOLVIDABLE ENTERPRISES, INC.

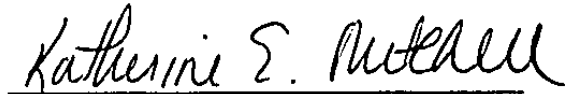
ARTICLE II

The date of the amendment's adoption: May 14, 1996

ARTICLE III

The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of May, 1996.



KATHERINE E. MITCHELL

INCORPORATOR

FILED  
96 MAY 20 AM 9:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

HBD, INC., a Nebraska corporation, not qualified in Florida

INTO

**HBD INTERNATIONAL INC.**, a Florida corporation, P96000038414.

File date: May 16, 1996

Corporate Specialist: Linda Stitt