

5/06/96

FLORIDA DIVISION OF CORPORATIONS

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STATE OF FLORIDA

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AMBER INTERIORS, INC.

FAX AUDIT NUMBER: H960000008407

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

96 MAY -6 PM 4:19

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MAY-06-1996 16:00

OSAFER LEGAIR, CPA
9700 SW 16 ST.
PEMBROKE PINES, FL
(305) 432-7015
LASHAWN LEGAIR

**ARTICLES OF INCORPORATION
OF
AMBER INTERIORS, INC.
A FLORIDA CORPORATION**

ARTICLE I NAME

The name of the corporation is Amber Interiors, Inc.

ARTICLE II PURPOSE

The purpose of Amber Interiors, Inc. is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III DURATION

The corporation shall have perpetual existence.

ARTICLE IV PRINCIPAL OFFICE

The principal office for this corporation will be located in the City of Miami, County of Dade, State of Florida, and the mailing address of said principal corporation shall be 18499 NW 52nd Path, Miami, Florida 33055.

ARTICLE V INITIAL BOARD OF DIRECTORS

The names and mailing address of the members of the initial Board of Directors, who, subject to the provisions of the Bylaws and these Articles of Incorporation, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

Brenda Reed, 18499 NW 52nd Path, Miami, Florida 33055
Anthony Reed, 18499 NW 52nd Path, Miami, Florida 33055

ARTICLE VI NUMBER OF DIRECTORS

The number of directors shall be not less than (4) nor more than (7).

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ARTICLE VII LIMITATION ON DIRECTOR LIABILITY

The directors of this corporation shall not be liable to the corporations or its shareholders for money damages for any action taken, or any failure to take action, as a director, except liability for (a) the amount of a financial benefit received by a director was not entitled; (b) an intentional infliction of harm on the corporation or the shareholders; (c) improper distributions from the corporation as prohibited by the statute; or (d) an intentional violation of criminal law.

ARTICLE VIII REGISTERED OFFICE & AGENT

The registered office of the corporation shall be 18499 NW 52nd Street, Miami, Florida 33055, and the name of the initial registered agent at such is Anthony Reed. Either the registered office or the registered agent may be changed in a manner provided by law.

ARTICLE IX INITIAL CAPITAL

The amount of shares authorized is 500 shares of common stock at \$1.00 par value. This corporation shall begin business with capital of not less than \$100 dollars.

ARTICLE X SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation are as follows:

Brenda Reed 18499 NW 52nd Path, Miami, Florida 33055
Anthony Reed 18499 NW 52nd Path, Miami, Florida 33055

The subscribers certify that the proceeds of the stock subscribed for will not be more than the amount of capital with which the corporation will begin business, as set forth in Article X above.

ARTICLE XI INDEMNIFICATION

The corporation shall not indemnify a director or an officer unless after a determination has been made, it has been determined that (1) the director or officer acted in good faith (2) the director or officer reasonably believed that his or her own conduct was in the corporation's best interest and (3) in the

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case of any criminal proceeding, the officer or director had no reasonable cause to believe his or her conduct was unlawful.

ARTICLE XII DEATH OF STOCKHOLDERS

Upon death of a stockholder, his or her stock shall be subject to purchase by the corporation or by the other stockholders at such price and upon such terms and conditions and in such a manner as may be provided for in the Shareholder's Agreement of this corporation, in a manner consistent with the law and these Articles.

ARTICLE XIII INCORPORATORS

The incorporator of Amber Interiors, Inc. are:
LaShawn Legair 9700 S.W. 16st., Pembroke Pines, Fl 33025

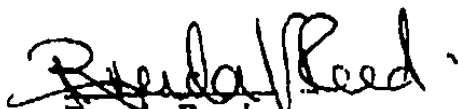
ARTICLE XIV SUB-S ELECTION

This corporation elects to be a Sub S corporation and to file all papers necessary to be a Sub S corporation with the State of Florida, but reserves the right to change from a Sub S at any time in the future as decided by the board.

ARTICLE XV AMENDMENTS

This corporation reserves the rights to amend, alter, change, or repeal any provision contained herein in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

In witness whereof, each subscriber has signed these Articles of Incorporation dated this 1 day of MAY 1996.


Brenda Reed


Anthony Reed

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is: Amber Interiors, Inc.
2. The name and address of the registered agent and office is:

Anthony Reed.
18499 NW 52nd Path
Miami, FL 33055


Brenda Reed, President

Date: 5/1/96

FILED
96 MAY -6 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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.


Anthony Reed, Registered Agent

Signature

Date: 5/1/96

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