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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)841-3894

ACCT#: 072480003285

FAX #: (305)841-3770

NAME: AMBERLIGHT CORPORATION

AUDIT NUMBER.....H96000012253

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

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EMPIRE CORPORATE KIT

P.17/19

ARTICLES OF INCORPORATION

OF

AMBERLIGHT CORPORATION

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Article I

Name

The name of this corporation is AMBERLIGHT CORPORATION.

Article II

Principal Office Address

The principal office of the Corporation is located at: 15683 Ocean Breeze Lane, West Palm Beach, FL 33414.

Article III

Capital Stock

This corporation is authorized to issue 1,000 shares of common stock with no par value.

Article IV

Pre-Emptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, 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 V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1645 Palm Beach Lakes Blvd., Suite 520, West Palm Beach, FL 33401, and the name of the initial registered agent of this corporation at that office is Chandler R. Finley.

Prepared By: Chandler R. Finley
FBN. 764868
1645 Palm Beach Lakes Blvd, Suite 520
West Palm Beach, FL 33401

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Article VI

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Incorporator

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

NameAddress

Frank Stallone.

15683 Ocean Breeze Lane, West Palm
Beach, FL 33414

Article VII

Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

NameAddress

Frank Stallone.

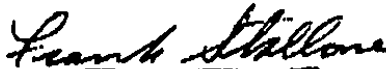
15683 Ocean Breeze Lane, West Palm
Beach, FL 33414

Article IX

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of September 1996.


Frank Stallone

Attorney: Chandler R. Finey
FL.Bar.No#764 868

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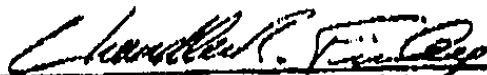
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under 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: **AMBERLIGHT CORPORATION**
2. The name and address of the registered agent and office is: **Chandler R. Finley,
1645 Palm Beach Lakes Blvd. Suite 520, West Palm Beach, FL 33401**

The undersigned, Chandler R. Finley, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Chandler R. Finley, Registered Agent

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