

P96000092692

((H96000015984 3))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: K.B. INTERNATIONAL, INC.

AUDIT NUMBER.....H96000015984

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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ARTICLES OF INCORPORATION
OF
K.B. INTERNATIONAL, INC.

ARTICLE I - NAME

The name of the corporation is: K.B. INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall be perpetual commencing the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a. Any and all lawful business.
- b. Pursue its purposes and business in any and all locations foreign and domestic.
- c. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- d. Buy and sell real and personal property of any nature whatsoever.
- e. Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- f. Import and export wares, goods and merchandise of any nature whatsoever.
- g. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- h. Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.
- i. Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
- j. Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.

This document prepared by:

RANDY M. GOLDBERG, ESQUIRE
1776 North Pine Island Road, Suite 118
Plantation, Florida 33322 Tel: (305) 474-2001
Florida Bar No: 045187

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k. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.

l. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporations.

m. Guarantee performance by any other person and/or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal place of business for K.B. INTERNATIONAL, INC. is 355 Lakeside Court, Fort Lauderdale, Florida 33326.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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

HAROLD WEISSMAN, ESQUIRE
1776 Pine Island Road
Suite 118
Plantation, Florida 33322
Telephone (305) 474-2001

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) initially. The number of directors may be increased from time to time by the by-laws but shall never be less than one (1). The name and address of the director of this corporation are:

NAMEADDRESS

Kurt Baur

355 Lakeside Court
Fort Lauderdale, Florida 33326ARTICLE VIII - INCORPORATOR

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

Kurt Baur
355 Lakeside Court
Fort Lauderdale, Florida 33326ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

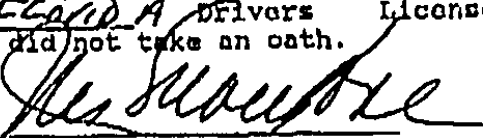
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of November 1996.


KURT BAUR

H96000015984

STATE OF FLORIDA) SS.
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledge
before me this 12 day of November, 1996 by KURT
BAUR, who is personally known to me / or who has produced the
foregoing identification Florida A Drivers License
8600-500-66-4279 and who did / did not take an oath.


NOTARY PUBLIC
STATE OF FLORIDA
Name: IRIS SILVERSTONE

My Commission expires:



IRIS L. SILVERSTONE
My Commission 00387700
Expires Mar. 08, 2000

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

In pursuance with Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST; That K.B. INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, Broward County, State of Florida, has named HAROLD WEISSMAN, ESQUIRE, 1776 North Pine Island Road, Suite 118, Plantation, Florida as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



HAROLD WEISSMAN
REGISTERED AGENT

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EMPIRE CORPORATE KIT

P.07/16

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: T & M PRODUCTIONS, INC.

AUDIT NUMBER.....H96000015985

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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EST.CHARGE.. \$122.50

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EMPIRE CORPORATE KIT
ASSIGNED BY INCORPORATION
OF
T & M PRODUCTIONS, INC.

P.08/16

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

ARTICLE ONE

NAME

The name of the corporation shall be:

T & M Productions, Inc.

ARTICLE TWO

PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

9126 Vineyard Lake Drive
Plantation, Florida 33324

ARTICLE THREE

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at one time is one thousand shares of common stock with a par value of one dollar.

Prepared By: Steven Siegel, CPA
1700 University Drive, Suite # 300
Coral Springs, FL 33071
305-753-2222

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EMPIRE CORPORATE KIT

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ARTICLE FOUR

INITIAL REGISTERED AGENT & ADDRESS

H96000015985

The name & address of the initial registered agent is:

Tony Kessler
9126 Vineyard Lake Drive
Plantation, Florida 33324

ARTICLE FIVE

INCORPORATOR

The name and street address of the Incorporator is:

Tony Kessler
9126 Vineyard Lake Drive
Plantation, Florida 33324

The undersigned has executed these Articles of Incorporation this
12th day of November 1996.

Signature: Tony Kessler

Date: 11/12/96

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EMPIRE CORPORATE KIT
CERTIFICATE OF DESIGNATION REGISTERED AGENT

P.10/16

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Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, under the Laws of the State of Florida submits the following statement in designating the registered agent in the state of Florida.

1. The name of the corporation is:

T & M Productions, Inc.

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

Tony Kessler
9126 Vineyard Lake Drive
Plantation, Florida 33324

Signature: Tony Kessler

Date: 11/12/96

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 accept the appointment as Registered Agent and agree to comply with the provisions of all the 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.

Signature: Tony Kessler

Date: 11/12/96

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