

2/07/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
FROM: ADOEN F. ZEDER, P.A.  
CONTACT: JUSTIN T. WILSON  
PHONE: (305) 860-7098

NAME: TANIMAR CORP.  
AUDIT NUMBER.....H97000002309  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TANIMAR CORP.**

H97000002309

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the provisions of Chapter 607, Florida Statutes:

**ARTICLE I. - NAME**

The name of this corporation is Tanimar Corp. (the "Corporation").

**ARTICLE II. - ADDRESS**

The principal business address and mailing address of the Corporation is:

2100 Brickell Avenue  
Suite 304  
Miami, Florida 33129

**ARTICLE III. - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 5,000 shares of Common Stock having a par value of \$0.01 per share.

**ARTICLE IV. - INITIAL REGISTERED  
OFFICE AND AGENT**

The initial registered office of this Corporation shall be at 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133, and the initial registered agent of this Corporation at such office shall be A Z Registered Agent Corporation.

**ARTICLE V. - INCORPORATOR**

The name and street address of the entity signing these Articles of Incorporation is A Z Registered Agent Corporation, 2601 S. Bayshore Drive, Suite 1600, Miami, Florida 33133.

This document prepared by:  
Justin T. Wilson  
2601 S. Bayshore Drive  
Suite 1600  
Miami, Florida 33133  
(305) 638-5555

H97000002309

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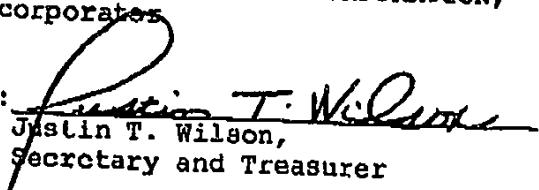
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IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation on February 7, 1997.

A Z REGISTERED AGENT CORPORATION,  
Incorporates

By:

  
Justin T. Wilson,  
Secretary and Treasurer

897000002309

SENT BY:

2-10-97 : 4:13PM :

ADORNO ZEDER

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#97000002309

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE  
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

1. The name of the Corporation is:

Tanimar Corp.

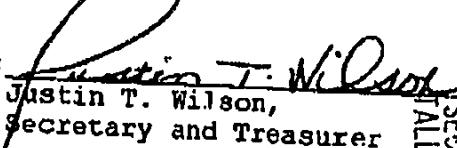
2. The name and address of the Registered Agent and the  
Registered Office is: A Z Registered Agent Corporation, 2601 S.  
Bayshore Drive, Suite 1600, Miami, Florida 33133.

Pursuant to Section 607.0501, Florida Statutes, the  
undersigned has been named to act as the Registered Agent of  
Tanimar Corp., at the place designated in this certificate and the  
undersigned agrees to accept such appointment and to act in that  
capacity. The undersigned further agrees that the undersigned will  
comply with Section 607.0505, Florida Statutes, relating to the  
proper and complete performance of the duties of the Registered  
Agent of the Corporation and that the undersigned is familiar with  
and accepts the obligations of the position of Registered Agent for  
the Corporation.

Date: February 7, 1997

A Z REGISTERED AGENT CORPORATION,  
Registered Agent

By:

  
Justin T. Wilson,  
Secretary and Treasurer

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SECRETARY OF STATE  
ALLAHASSEE, FLORIDA

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**BRUCE I. KRAVITZ, P.A.**

Attorney at Law

PP9700001347

February 5, 1997

Florida Department of State  
Division of Corporations  
ATTN: NEW FILING DIVISION  
409 East Gaines Street  
Tallahassee, FL 32399

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RE: KRYPTO KANDIES, Inc.

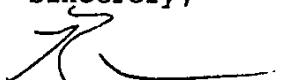
Dear Deputy Secretary:

Enclosed Please find my office check payable to the Secretary of State for the filing of the Articles of Incorporation for the above referenced, original articles of incorporation and a copy of the articles.

Please file the enclosed original articles and return the file stamped copy to the undersigned attorney in the self addressed stamped envelope provided.

I thank you in advance for your time and attention to this matter.

Sincerely,



Bruce I. Kravitz

97 FEB 10 AM 7:54  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2-11-97  
TB

**ARTICLES OF INCORPORATION  
OF  
KRYPTO KANDIES, INC.**

The undersigned subscriber(s) to these articles of incorporation under the laws of the State of Florida, adopts these articles to form a corporation under The Florida General Corporation Act, F.S. 607, and other laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation is:  
**KRYPTO KANDIES, INC.**

**ARTICLE II PURPOSE**

The purpose of this corporation shall be the operation of transacting of any and all lawful business.

**ARTICLE III. TERM OF EXISTENCE**

The Corporation shall have perpetual existence commencing with the filing of these articles of incorporation with the Department of State.

**ARTICLE IV. CAPITAL STOCK**

The capital stock of the Corporation shall be 1000 shares of common stock having a par value of \$0.01 per share. The actual consideration to be paid for each share shall be fixed by the shareholders.

**ARTICLE V. REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this Corporation is 11440 Okeechobee Blvd., Suite 219, Royal Palm Beach, Florida. The name of the initial registered agent at that address is Bruce I. Kravitz.

**ARTICLE VI. INITIAL PLACE OF BUSINESS**

The Corporations initial place of business shall be 11440 Okeechobee Blvd., Suite 219, Royal Palm Beach, FL 33411. The Shareholders may from time to time move the principal office to any other address in the State of Florida.

**ARTICLE VII. BOARD OF DIRECTORS**

The business of the Corporation shall be managed by its shareholders. There shall be no Board of Directors.

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TALLAHASSEE, FLORIDA

## **ARTICLE VIII. TRANSFER OF SHARES**

The shareholders of the Corporation shall have the power to include in the bylaws, adopted by a majority of the shareholders of the Corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the Corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions and details, of the disposition shall be determined by the shareholders of the Corporation; provided, however that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. The sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose.

## **ARTICLE IX. AMENDMENT**

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any rights conferred on the shareholders is subject to this reservation.

## **ARTICLE X INDEMNIFICATION**

The Corporation shall indemnify any present or former officer, person exercising powers and duties of an officer or corporate qualifier, to the full extent now or hereafter permitted by law.

## **ARTICLE XI PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof ( as nearly as may be done without issuance of fractional shares ) at a price at which it is offered to others.

## **ARTICLE XII SPECIAL PROVISIONS**

**Section 1.** The annual meeting of the Shareholders of this corporation shall be fixed by the By-Laws.

**Section 2.** The Officers of this Corporation shall be a President, Secretary, and Treasurer and such other officers as the shareholders may deem necessary. Any one person may hold all of said such offices.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on the 5th day of February, 1997.

*JK*

Bruce I. Kravitz  
11440 Okeechobee Blvd. #219,  
Royal Palm Beach, FL 33411

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Bruce I. Kravitz, the person described in the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation this 5th day of February, 1997.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Royal Palm Beach, Florida, on this 5th day of February, 1997.

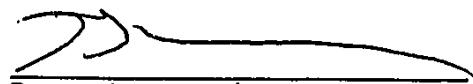
My commission expires:

*Christiane B. Mendes*  
Notary Signature



FILED  
FEB 10 1974  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY ACCEPT THE DESIGNATION OF REGISTERED AGENT AS SET FORTH  
IN THESE ARTICLES OF INCORPORATION OF KRYPTO KANDIES, INC.

  
Bruce I. Kravitz

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before  
me, an officer duly authorized to administer oaths and take  
acknowledgments, BRUCE I. KRAVITZ, who is personally known to me  
and who did take an oath and who acknowledged that he executed the  
foresaid instrument freely and voluntarily after carefully reading  
and understanding the contents thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal at Royal Palm Beach, Palm Beach County, on this 5th  
day of February, 1997.

My commission expires:

  
Notary Signature

