

DAVID S. KAUFMAN, P.A.

P.O. Box 430833

SOUTH MIAMI, FLORIDA 33243-0833

Telephone: 305-665-2032/Telefax: 305-666-3825

E-Mail: dk2943@worldpass.net

P980000033561

March 25, 1998

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

re: COLOURS of TAMARAC, INC.

800002486728-7
-04/13/98--01020--018
***122.50 ***122.50

Gentlemen:

Enclosed please find two copies of the Articles of Incorporation for COLOURS of TAMARAC, INC., together with my office check in the sum of One hundred twenty-two and --- 50/100 dollars (\$122.50), made payable to the Florida Secretary of State for filing fees for this corporation. Also enclosed is a self-addressed stamped envelope for return of a certified copy of the Articles of Incorporation.

Thank you very much for your attention to this matter.

Very truly yours,

David S. Kaufman

encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 13 PM 1:43

51
W98-7395



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 2, 1998

DAVID S. KAUFMAN, P.A.
P.O. BOX 430833
S. MIAMI, FL 33243-0833

SUBJECT: COLOURS OF TAMARAC, INC.
Ref. Number: W98000007395

We have received your document for COLOURS OF TAMARAC, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Your check is being returned as it is not payable to this office. Please make your check payable to the Secretary of State and return it in order to complete your filing.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 998A00017715

ARTICLES OF INCORPORATION
FOR
COLOURS of TAMARAC, INC.

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DIVISION OF CORPORATIONS
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ARTICLE I

The name of the corporation is: COLOURS of TAMARAC, INC. The mailing address of the corporation is: 7800 Sunset Drive, Miami, Florida 33143.

ARTICLE II

The duration of the corporation shall be perpetual. The date and time of the commencement of the corporate existence of the corporation shall be upon filing these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE III

The nature of the business and the objects and purposes to be transacted, promoted or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the United States of America and of the State of Florida. Additionally, this corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue and have outstanding at any time is 100,000 common shares. Such 100,000 common shares shall consist of one class only having a par value of \$.01 per share.

ARTICLE V

The street address of the initial registered office of the corporation is 6360 S.W. 84th Street, Miami, Florida 33143-8029. The name of the corporation's initial registered agent at said address is David S. Kaufman.

ARTICLE VI

The number of directors constituting the initial Board of Directors shall be one (1). The name and street address of the initial member of the Board of Directors is:

Mary O. Magazine
7800 Sunset Drive
Miami, Florida 33143

The number of Directors may be increased or diminished from time to time by Bylaws adopted by either the Shareholders or the Directors, but shall never be less than such number as required by the laws of the State of Florida.

ARTICLE VII

The name and street address of the incorporator is:

David S. Kaufman
6360 S.W. 84 Street
Miami, Florida 33143-8029

ARTICLE VIII

No contract or other transaction between this corporation and one or more of its directors,

officers and/or shareholders or any other corporation, firm, association or entity in which one or more of its directors, officers and/or shareholders are directors, officers, shareholders or are financially interested shall be either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of the board of directors or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose, if:

a. The fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or

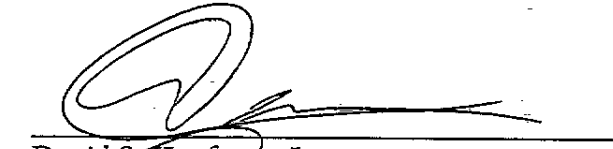
b. The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or

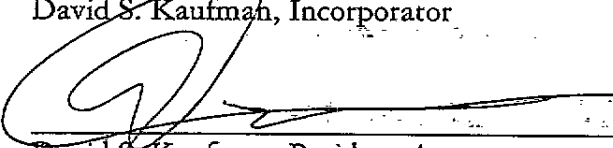
c. The contract or transaction is fair and reasonable as the corporation at the time it is authorized by the board, a committee thereof or the shareholders.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by Florida law.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Incorporation to be executed at Dade County, Florida this 27 day of March, 1998.

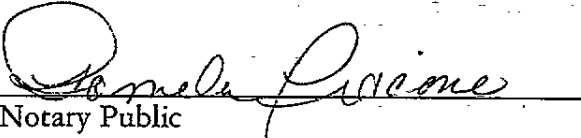

David S. Kaufman, Incorporator


David S. Kaufman, Resident Agent

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DIVISION OF CORPORATIONS
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STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation were sworn and subscribed before me by David S. Kaufman, Incorporator and Resident Agent, based upon personal knowledge, this 27th day of March, 1998.


Notary Public
State of Florida at large

My Commission Expires:




PAMELA CICCONE
My Commission CC400498
Expires Aug. 15, 1998
Bonded by NFNU
800-224-6368

ACCEPTANCE OF REGISTERED AGENT

Having been designated registered agent for COLOURS of TAMARAC, INC., a corporation to be organized under the laws of the State of Florida, the undersigned hereby accepts such appointment and the obligations of that position and represents that the undersigned is familiar with the obligations of that position.

IN WITNESS WHEREOF, the undersigned has executed this Acceptance this 27 day of March, 1998.


David S. Kaufman, Resident Agent