

P99000132085

COLIBRI SELECTIONS, INC.
1820 CHUCUNANTAH RD.
MIAMI, FL. 33133

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 AM 11:03

MARCH 25TH, 1999

800002828658-3
-04/05/99-01029-004
*****78.75 *****78.75

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL. 32314

TO WHOM IT MAY CONCERN:

ENCLOSED PLEASE FIND DOCUMENTS FOR FILING OF NEW CORPORATION AND
ALSO CHECK IN THE SUM OF \$78.75.

SHOULD YOU REQUIRE FURTHER INFORMATION REGARDING THE ENCLOSED,
PLEASE DO NOT HESITATE TO CONTACT THE UNDERSIGNED AT (305) 856-0285.

YOUR PROMPT ATTENTION TO THIS MATTER IS APPRECIATED.

SINCERELY,

Antonio Muniz

ANTONIO MUNIZ

Antonio Muniz GAVE
AUTHORIZATION BY PHONE TO
CORRECT *K/A Receipt*
DATE *4/8/99*
DOC. EXAM *Denis Browne*

D. BROWN APR - 8 1999

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

ARTICLE I.

NAME

THE NAME OF THE CORPORATION IS, COLIBRI SELECTIONS, INC.

ARTICLE II.

TERM OF THE CORPORATE EXISTENCE

THE CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED
ACCORDING TO LAW AND SUCH EXISTENCE SHALL COMMENCE AT THE
TIME OF THE FILING OF THESE ARTICLES OF INCORPORATION BY THE
DEPARTMENT OF STATE.

ARTICLE III.

PERMITTED ACTIVITY

THE CORPORATION SHALL ENGAGE IN ANY ACTIVITY OF BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE
OF FLORIDA.

ARTICLE IV .

AUTHORIZED SHARES

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS 100 SHARES WITH PAR VALUE OF \$1.00.

ARTICLE V.

PREEMPTIVE RIGHTS DENIED

NO HOLDER OF ANY SHARES OF THE CORPORATION SHALL HAVE ANY PREEMPTIVE RIGHT TO PURCHASE, SUBSCRIBE FOR OR OTHERWISE ACQUIRE ANY SHARES OF THE CORPORATION OF ANY CLASS NOW OR HEREAFTER AUTHORIZED, OR ANY SECURITIES, EXCHANGEABLE FOR OR CONVERTIBLE INTO SUCH SHARES, OR ANY WARRANTS OR ANY INSTRUMENTS EVIDENCING RIGHTS OR OPTIONS TO SUBSCRIBE FOR, PURCHASE, OR OTHERWISE ACQUIRE SUCH SHARES.

ARTICLE VI .

PRINCIPAL OFFICE

THE PRINCIPAL OFFICE OF THE CORPORATION IS: 1820 CHUCUNANTAH ROAD, MIAMI , FLORIDA 33133.

ARTICLE VII .

REGISTERED OFFICE AND AGENT

THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS:
1820 CHUCUNANTAH ROAD , MIAMI, FLORIDA 33133.

ARTICLE VIII .

DIRECTORS

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A
BOARD OF DIRECTORS CONSISTING OF NOT FEWER THAN ONE PERSON,
THE EXACT NUMBER TO BE DETERMINED FROM TIME TO TIME IN
ACCORDANCE WITH THE BY-LAWS.

THE NAME OF ADDRESS OF THE FIRST BOARD OF DIRECTORS WHO
SHALL SERVE UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS
OR UNTIL HIS SUCCESSORS ARE ELECTED AND QUALIFIED SHALL BE:

NAME

ANTONIO MUNIZ

PRESIDENT

ARTICLE IX.

INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

ANTONIO MUNIZ

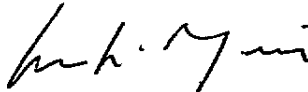
1820 CHUCUNANTAH ROAD, MIAMI, FL. 33133

ARTICLE X.

INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY PRESENT OR FORMER OFFICER OR DIRECTOR, OR PERSON EXERCISING POWERS AND DUTIES OF A DIRECTOR, TO THE FULL EXTENT NOW OR HEREAFTER PERMITTED BY LAW.

IN WITNESS WHEREOF, THE UNDERSIGNED, BEING THE ORIGINAL INCORPORATOR OF THE CORPORATION, HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 25TH DAY OF MARCH 1999.



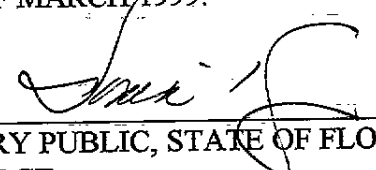
ANTONIO MUNIZ
INCORPORATOR

STATE OF FLORIDA)

COUNT OF DADE)

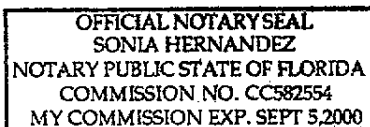
I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC
DULY AUTHORIZED IN THE STATE OF COUNTY NAMED ABOVE TO TAKE
ACKNOWLEDGEMENTS PERSONALLY APPEARED BEFORE ME ANTONIO
MUNIZ TO BE THE PERSON DESCRIBED HEREIN AS THE INCORPORATOR,
AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION,
AND HE EXECUTED THE SAME FREELY AND VOLUNTARILY FOR THE
USES AND PURPOSES THEREIN SET FORTH AND EXPRESSED

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED
MY OFFICIAL SEAL ON THIS 29 DAY OF MARCH 1999.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

MY COMMISSION EXPIRES:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 AM 11:03

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNA-
TING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. THE NAME OF THE CORPORATION IS: COLIBRI SELECTIONS, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
1820 CHUCUNANTAH ROAD, MIAMI, FL. 33133

I UNDERSTAND AND ACCEPT THE DUTIES AS
REGISTERED AGENT FOR THE ABOVE MENTIONED
CORPORATION.

SIGNATURE: _____


ANTONIO MUNIZ, PRESIDENT
REGISTERED AGENT