TRANSMITTAL LETTER

Miami, May 14th, 1999

9990000524

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

100002897191--8 -06/07/93--01149--002 \*\*\*\*\*\*70.00 \*\*\*\*\*\*70.00

SUBJECT: COLBERT INTERNATIONAL, INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00

## **IMPORTANT:**

Please return the recorded/stamped copy of these Article of Corporation and Designation of Registered Agent to:

First USA Trust, Corp. 3191 Coral Way # 622 Miami, FL 33145 Phone: 305-444-6700

CELTIFIED MAIL NUMBER Z-448-281-878

MIN 1 0 1999

### ARTICLES OF INCORPORATION

The undersigned incorporator<sub>5</sub> for tile purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of the corporation shall be:

COLBERT INTERNATIONAL, INC..

#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 520 W. Hallandale Beach Blvd. - Hallandale, FL 33009

#### ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 (One Thousand)

#### ARTICLE IV - REGISTERED AGENT AND STREET ADDRESS

#### ARTICLE V - DIRECTORS

The elected office – with name, and street address of each director to these Articles of Incorporation is:

President: Colleen Kratz - 520 W. Hallandale Beach Blvd. - Hallandale, FL 33009

Vice-President: Robert J. Fenstersheib - 520 W. Hallandale Beach Blvd. - Hallandale, FL 33009

#### ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: First USA Trust, Corporation - 3191 Coral Way #622 - Miami, FL 33145

The undersigned incorporator has executed these Articles of Incorporation this May 14th, 1999:

First USA Trust, Corporation: Frank Veit, President

# CERTIFICATE OF DESIGNATION REGISTERED AGENT & REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office, in the State of Florida.

#### I. NAME

The name of the corporation shall be:

COLBERT INTERNATIONAL, INC.

#### II. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Robert J. Fenstersheib - 520 W. Hallandale Beach Blvd. - Hallandale, FL 33009

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PPOCESS—FOR THE ABOVE STATED CORPORATION AT THE PLACE Designated IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS RECISTERED AGENT AND AGREE TO ACT IN THE CAPACITY.

WE FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF OUR DUTIES, AND WE ARE FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF OUR POSITION AS REGISTERED AGENT.

COLBERT INTERNATIONAL, INC.

Colleen Kratz, President