

D99000062182
To whom it may concern,

Please review
application, if there is any problems
please contact me at (305) 512-4597 or
at (305) 469-6882.

800002823578-7
-07/06/99-01086-013
*****78.75 *****78.75

I thank you
in advance for any problems.

Sincerely,
Laura Jerez Valdes
LAURA JEREZ VALDES

FILED
99 JUL -6 PM 1:59
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Rainbow's Party Rental, Inc.

FILED
99 JUL -6 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Rainbow's Party Rental, Inc.

ARTICLE II - DURATION

This Corporation is to exist perpetually.

ARTICLE III - PURPOSE

This Corporation is organized to engage in any act or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock with a par value of one dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENTS

The street address of the initial registered office and principle place of business of this corporation is 8725 N.W. 117th Street Bay 18 - Hialeah Grd., Fl 33018 and the name of the initial registered agent of this corporation at that address is Laura Jerez-Valdes

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially.

The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than one (1).

the name and address of the initial director of this corporation is:

NAME

ADDRESS

Laura Jerez Valdes

8725 N.W. 117th Street Bay 18
Hialeah Gardens, FL 33018

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

NAME

ADDRESS

Laura Jerez Valdes

8725 N.W. 117th Street Bay 18
Hialeah Gardens, FL 33018

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

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

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

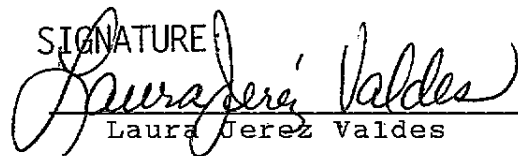
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED;

Inc.

FIRST: THAT Rainbow's Party Rental DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

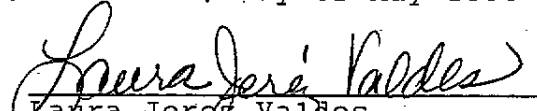
SIGNATURE


Laura Jerez Valdes

TITLE: INCORPORATOR

DATE: May 21, 1999

Executed by the undersigned Incorporator this '21, day of May 1999


Laura Jerez Valdes

STATE OF FLORIDA)
COUNTY OF DADE) SS

The foregoing Articles of Incorporation was acknowledged before me
this 21, day of May 1999


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL
ORFELINA TORTOSA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC765073
MY COMMISSION EXP. AUG. 29, 2002

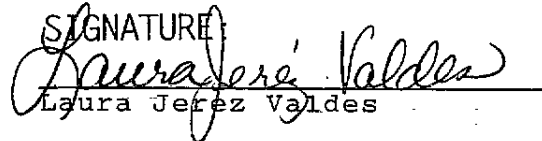
FILED

99 JUL -6 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE


Laura Jerez Valdes

DATE: May 21, 1999