

DEAR MS. REGISTER

P99000072591

Re: OCEAN COLOR W/L

100002958321-7
-08/12/99 - 01014 - 013
*****78.75 *****78.75

PLEASE PROCESS AND FAX A COMPLETED

COPY TO 305 9322390

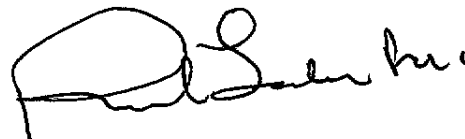
ALSO PLEASE MAIL BACK TO PROCESSED
MATERIAL TO
RICHARD LANDAU

410 E HOLLANDALE BEACH BLVD #202

HOLLANDALE FL 33009

IF ANY PROBLEMS PLEASE CALL COLLECT
AT 954 4589858

THANK YOU VERY MUCH.



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 12 PM 4:52

FILED

CERTIFICATE OF INCORPORATION

-of-

OCEAN COLOR, INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

OCEAN COLOR, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

3711 N. OCEAN BLVD.

FT. LAUDERDALE, FL 33308

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TALLAHASSEE, FLORIDA

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

MICHAEL KACZER

3711 N. OCEAN BLVD.

FT. LAUDERDALE, FL 33308

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

MICHAEL KACZER


3711 N. OCEAN BLVD.

FT. LAUDERDALE, FL 33308

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, MICHAEL KACZER AND
N/A, both being natural persons, competent to
contract, have hereunto set their hands and seals this 4 day
of JUNE 1999.



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

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT OCEAN COLOR, INC.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 3711 N. OCEAN BLVD. FT. LAUDERDALE, FL 33308
(Business Address, City and State)

HAS NAMED MICHAEL KACZER
(Name of Registered Agent)

LOCATED AT 3711 N. OCEAN BLVD.
(Street Address and Number Of Building,
Post Office Box Addresses ARE NOT Acceptable)

CITY OF FT. LAUDERDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE
(City)

OF PROCESS WITHIN FLORIDA.

SIGNATURE Michael Kaczer
(Corporate Officer)

TITLE PRESIDENT

DATE JUNE 4 1999

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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, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Michael Kaczer
(REGISTERED AGENT)

DATE JUNE 4 1999

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(NOTE: There is a filing fee of \$3.00 for this certificate)

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