

4501 Tamiami Trail North Suite 300 Naples, Florida 34103-3060 Tel 941.262.5959 Fax 941.434.4999 www.quarles.com Attorneys at Law in: Chicago (Quarles & Brady IIC) Madison Mikvaukee Phoenix West Palm Beach

January 20, 2000

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

Re: New Corporation Filing - The Margarita Man of Southwest Florida, Inc.

Enclosed for immediate filing, please find the original Articles of Incorporation for the above referenced new corporation, together with our check payable to the Florida Department of State for \$78.75, representing the required filing and registered agent's fees, plus the additional fee for a certified copy of the filed document.

Please file the original document immediately upon your receipt of the same and return the certified copy to my attention at your earliest convenience. Thank you.

Sincerely,

Barbara Roller

Legal Assistant to John Humphreville

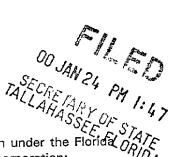
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ARTICLES OF INCORPORATION

OF

THE MARGARITA MAN OF SOUTHWEST FLORIDA, INC.



1, the undersigned natural person, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I Name and Address

The name of the corporation is The Margarita Man of Southwest Florida, Inc. The principal address of the corporation is 5792 Drummond Way, Naples, FL 34119-9527 The mailing address of the corporation is the same as the principal address.

ARTICLE II Duration

The duration of the corporation shall be perpetual.

ARTICLE III Purposes

The purpose for which the corporation is organized is to engage in the party rentals business and any lawful activity under Florida law.

ARTICLE IV Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is One Thousand (1,000) shares, consisting of one class only, designated as "Common Stock," at the par value of One Dollar (\$1.00) per share.

ARTICLE V Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws. The initial Director(s) is **Carol Purnell**, 5792 Drummond Way, Naples, FL 34119-9527.

ARTICLE VI Right to Purchase Own Shares

The corporation shall have the right to acquire its own shares from time to time, upon such terms and conditions as the Board of Directors shall fix.

ARTICLE VII Registered Office and Agent

The address of the initial registered office of the corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, and the name of its initial registered agent at such address is Naples-Lawdock, Inc.

ARTICLE VIII Incorporator

The name and address of the incorporator is John D. Humphreville, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103-3060.

Executed this <u>20</u> day of January, 2000.

John D. Humphreville, Incorporator

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 20 day of January, 2000 by John D. Humphreville, who is personally known to me and who did not take an oath.

Notary Public

My Commission Expires:

BARBARA ROLLER
MY COMMISSION # CC 613687
EXPIRES: January 14, 2001
Bonded Thru Notary Public Underwriters

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CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and Section 607.0501(3) of the Florida Business Corporation Act, the following is submitted:

That The Margarita Man of Southwest Florida, Inc., desiring to organize under the laws of the State of Florida, has named Naples-Lawdock, Inc., located at 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, as its agent to accept service of process within Florida. O MARCH AND STORY OF THE PARTY OF THE PARTY

Dated: January 20, 2000

John D. Humphreville, Incorporator

That, having been named to accept service of process for the above-stated corporation 2. at the place designated in this Certificate, I hereby agree to act in this capacity; I am familiar with and accept the obligations of §607.0505 of the Florida Business Corporation Act and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: January 20, 2000

Lawdøck, Inc.

Leo J. Salvatori, as Vice President

COUNTY OF COLLIER STATE OF FLORIDA

The foregoing instrument was acknowledged before me this $\underline{\mathscr{A}\mathcal{O}}$ day of January, 2000 by Leo J. Salvatori, as Vice President of Naples-Lawdock, Inc., who is personally known to me and who did not take an oath.

BARBARA ROLLER MY COMMISSION # CC 613687 EXPIRES: January 14, 2001 Bonded Thru Notary Public Underwriters NOTARY PUBLIC (Print name below)

Barbara

Notary Public