

P00000053639

LAW OFFICES  
HARRIS, BARRETT, MANN & DEW  
A FLORIDA LIMITED LIABILITY PARTNERSHIP

JACK S. CAREY  
WILLIAM F. DAVENPORT, JR.  
KRISTIN A. DEMERS  
JOHN C. DEW  
JOHN A. GRANT, JR.  
FRANK J. GRECO  
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JOHN R. KIEFNER, JR.  
JUDITH R. KOCH  
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JOHN C. LAVERY  
SAM H. MANN, JR.  
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150 SECOND AVENUE NORTH  
P.O. DRAWER 1441  
ST. PETERSBURG, FLORIDA 33731-1441  
TELEPHONE (727) 892-3100  
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PLEASE REPLY TO:

1715 N. WESTSHORE BOULEVARD, STE. 750  
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811-B CYPRESS VILLAGE BOULEVARD  
RUSKIN, FLORIDA 33573-6724  
TELEPHONE (813) 633-3396  
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Post Office Drawer 1441  
St. Petersburg, Florida 33731-1441

May 24, 2000

FILED  
00 MAY 25 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**VIA FEDERAL EXPRESS**

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

200003266642--D  
-05/25/00-01060-001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Sterling Collectibles, Inc.

To whom it may concern:

Enclosed please find our firm's check in the amount of \$70.00, representing the filing fee for the Articles of Incorporation as well as Designation of Registered Agent for the above-captioned company. Kindly forward a confirmation of the filing of the enclosed information to the address above.

Thank you for your cooperation in this matter. Should you have any questions, please don't hesitate to contact me.

Very Truly Yours,

HARRIS, BARRETT, MANN & DEW, L.L.P.

*John R. Kiefner, Jr.*  
JOHN R. KIEFNER, JR.

JRK/ljd  
Enclosure

6-2  
WPC

**ARTICLES OF INCORPORATION**

**OF**

**STERLING COLLECTIBLES, INC.**

FILED  
00 MAY 25 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

**ARTICLE 1.**

**NAME**

The name of this corporation is **STERLING COLLECTIBLES, INC..**

**ARTICLE 2.**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal address of this corporation is:

6550 First Avenue North  
St. Petersburg, Florida 33710

**ARTICLE 3.**

**CAPITAL STOCK**

- A. This corporation is authorized to issue 1000 shares of \$.0001 par value common stock.
- B. The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Florida Statutes, Chapter 607.

ARTICLE 4.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: John R. Kiefner, Jr., Esquire

Address: c/o Harris, Barrett, Mann & Dew, LLP  
150 Second Avenue North, Suite 1500  
St. Petersburg, Florida 33701

ARTICLE 5.

INCORPORATOR

The name and address of the incorporator of this corporation is:

Name: Alyn Towne, III

Address: 6550 First Avenue North  
St. Petersburg, Florida 33731-1441

ARTICLE 6.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State, Division of Corporations, for the State of Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the his hand and seal this 22 day of May, 2000, for the purpose of organizing this corporation under the laws of the State of Florida.

  
ALYN TOWNE, III

ACKNOWLEDGMENT:

Having been named to accept service of process for Sterling Collectibles, Inc., at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
\_\_\_\_\_  
JOHN R. KIEFNER, JR.

FILED  
00 MAY 25 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399