

P00000109648



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 904686 9495A

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 20 PM 4:36

ORDER DATE : November 20, 2000

ORDER TIME : 1:0 PM

ORDER NO. : 904686-005

CUSTOMER NO: 9495A

700003470787--0

CUSTOMER: Jeffrey Gordon, Esq
Maney & Gordon, P.a.

Suite 3170
101 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: SCRAPBOOKS & STUFF, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

619
W00-27580

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 20, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SCRAPBOOKS & STUFF, INC.
Ref. Number: W00000027580

RESUBMIT

Please give original
submission date as file date.

11/20/00

We have received your document for SCRAPBOOKS & STUFF, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 100A00059538

TO: CLARETHA GOLDEN
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 NOV 27 PM 4: 19

FILED
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ARTICLES OF INCORPORATION

OF

SCRAPBOOKS & STUFF, INC.

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DIVISION OF CORPORATIONS

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The undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, does hereby certify as follows:

ARTICLE ONE

The name of the corporation shall be:

SCRAPBOOKS & STUFF, INC.

ARTICLE TWO

The general nature of the business to be transacted by the corporation and the purpose for which it is formed are to be as follows:

- (a) To operate a for profit retail store specializing in scrapbook and memorabilia items. The retail store shall provide craft and related supplies, shall offer classes, lessons, and professional "how-to" instruction regarding the craft of scrapbook, memorabilia, and photograph albums.
- (b) To do any activity as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal

or agent, and either alone or in connection with other firms, corporations or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry any and every lawful activity in any manner whatsoever not prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized, or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

- (c) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE THREE

The term for which this corporation shall exist shall be perpetual.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 1000 shares at a par value of \$1.00 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable as lawful money of the United States of America, or property, at a just valuation to be fixed by the stockholders.

ARTICLE FIVE

The beginning capital of this corporation shall be \$40,000.00.

ARTICLE SIX

The corporation shall not have directors.

ARTICLE SEVEN

The address in the State of Florida of the principal office of the corporation is:

13745 Southwest 79th Court
Miami, Florida 33158

ARTICLE EIGHT

The business of the corporation shall be managed by its officers, who shall be elected annually by the stockholders of the corporation. The initial officers of the corporation shall be as follows:

PRESIDENT: Lisa Acosta
VICE PRESIDENT: Kobi Bender
SECRETARY/TREASURER: Kobi Bender

ARTICLE NINE

Any profits earned by the corporation shall be divided among the stockholders on a prorated basis according to each stockholder's earnings.

ARTICLE TEN

The name and address of the person signing these Articles of Incorporation as subscriber is as follows:

JEFFREY LEE GORDON, ESQUIRE
101 East Kennedy Boulevard
Suite 3170
Tampa, Florida 33602

ARTICLE ELEVEN

The Registered Agent and Registered Office of this corporation shall be:

GAYLEN ROBINS
11231 Southwest 69th Court
Miami, Florida 33158

ARTICLE TWELVE

The sale of common stock of the corporation shall be restricted except by mutual

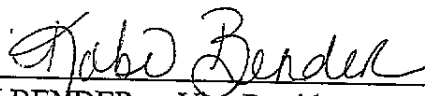
agreement of all stockholders.

ARTICLE THIRTEEN

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

IN WITNESS WHEREOF, the undersigned has made, subscribed, and acknowledged these Articles of Incorporation this the 21st day of November, 2000.


JEFFREY LEE GORDON, ESQUIRE


KOBI BENDER as Vice President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, GAYLEN ROBBINS, hereby accept designation as Registered Agent on this
11 day of November, 2000.

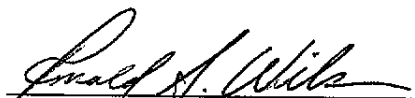


GAYLEN ROBBINS

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public, authorized in the State and County aforesaid to take acknowledgments, personally appeared GAYLEN ROBBINS, to me personally known to me, who executed the foregoing Acceptance of Designation of Resident Agent.

WITNESS my hand and official seal this 11 day of November 2000.


NOTARY PUBLIC

Ronald S. Wilson
Commission # CG 897956
Expires Feb. 5, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
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DIVISION OF CORPORATIONS
NOV 20 PM 4:37