

TRANSMITTAL LETTER

PO10000013224

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

SUBJECT: Diamond Illusions, INC. SG
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
02/05/01--01005--014
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Sharon A GIVEN
Name (Printed or typed)

2760 Creighton Rd
Address

Pensacola, FL 32504
City, State & Zip

850-477-8015
Daytime Telephone number

01 FEB -5 AM 8:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

Feb
2/6

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ARTICLES OF INCORPORATION

OF

DIAMOND ILLUSIONS, INC. SG

ARTICLE I. NAME

The name of this corporation is DIAMOND ILLUSIONS, INC. SG.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

Without limiting or restricting in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida, the corporation shall have the following general powers:

- (a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (b) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (c) To sell, convey, mortgage, pledge, create a security interest in , lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (d) To lend money to, and use its credit to assist, its officers and employees in accordance with applicable law.

FILED
01 FEB -5 AM 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Every shareholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already hold, shall have the right to purchase his pro rata share thereof at the price of which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 2760 Creighton Road, Pensacola, Florida 32504, and the name of the initial registered agent of this corporation at that address is Sharon A. Girven. The principal office will also be a this address.

ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time, in accordance with the by-laws adopted by the shareholders, provided, that the corporation shall always have the minimum number of directors required by law.

ARTICLE VIII. INITIAL DIRECTORS

The name and post office address of each member of the Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Sharon A. Girven - PRESIDENT	2760 Creighton Road Pensacola, Florida 32504

ARTICLE IX. INCORPORATORS

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

Sharon A. Girven
2760 Creighton Road
Pensacola, Florida 32504

ARTICLE X. BY-LAWS

- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (f) To make contract and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all of any of its property, franchises, and income.
- (g) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.
- (i) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- (j) To make and alter by-laws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- (k) To make donations for the public welfare or for charitable, scientific, or educational purposes.

- (l) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
- (m) To pay pensions and establish and carry out pension plans profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans, and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.
- (n) To provide insurance for its benefit on the life of any of its directors, officers or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.
- (o) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership joint venture, trust, or other enterprise.
- (p) To have and exercise all powers necessary or convenient to effect its purpose.
- (q) To indemnify any person who was or is made a party, or is threatened to be made a party, to any proceeding by reason of his having served as a director, officer, employee or agent of the corporation all as provided by applicable law.
- (r) To purchase, take, receive or otherwise acquire, hold, own, pledge, grant a security interest in, transfer, or otherwise dispose of its own shares.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of commons stock on one class only, have a par value of ONE DOLLAR (\$1.00) per share.


ARTICLE V. PREEMPTIVE RIGHTS

The power to adopt, alter, amend or repeal by-laws shall be by majority vote of the Board of Directors or by majority vote of the shareholders provided, however, that the Board of Directors shall not have the power to adopt, alter, amend or repeal by-laws if such action would be inconsistent with any by-laws adopted by the shareholders.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shares entitled to vote thereon.

I accept designation as registered agent for said corporation.

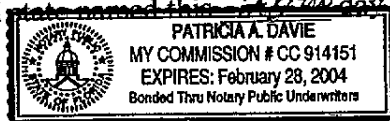

SHARON A. GIRVEN
REGISTERED AGENT

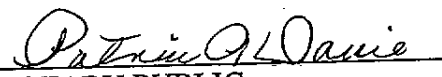
STATE OF FLORIDA
COUNTY OF ESCAMBIA

I HEREBY CERTIFY that on this day, before me a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared Sharon A. Girven to me well known and known to me to be the persons described as incorporators in and who being duly sworn, acknowledged the execution of the foregoing Articles of Incorporation.

Witness my hand and seal in the county and ~~state named this~~ 26th day of

January, 2001.




NOTARY PUBLIC
My Commission Expires: 02/28/04