

CT CORPORATION SYSTEM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Gift Town, Inc.

☒ Profit - Arts
☐ Nonprofit

☐ Foreign

☐ Limited Partnership

☐ LLC

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Reinstatement

☐ Annual Report

☐ Name Registration

☐ Fictitious Name

☐ Photocopies

☐ Call If Problem

☐ Will Wait

☐ Merger

☐ Mark

☐ Other

☐ Change of RA

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☐ After 4:30

☒ Pick Up

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DIVISION OF CORPORATION

Name

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ARTICLES OF INCORPORATION
OF
Gift Town, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1

Name, Principal Place of Business and Duration

The name of the Corporation is Gift Town, Inc. ("Corporation"). The principal place of business of the Corporation is 74 Bankhey Street, Blackpool, England, FY1 4PX, United Kingdom. The duration of the Corporation is perpetual.

ARTICLE 2

Registered Office and Agent

The address of the initial registered office of the corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

ARTICLE 3

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE 4

Capital Stock

1. The total number of shares of capital stock that the Corporation has the authority to issue is 10,000 shares of Common Stock with \$1.00 par value per share ("Common Stock").

2. The designations, voting powers, preferences and relative, participating, optional or other special rights, qualifications, limitations or restrictions of the stock are

as follows:

- a) The holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.
- b) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets and receive payment therefore in cash, stock or obligations of other corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to the holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.
- c) Each holder of Common Stock has one (1) vote with respect to each share of stock held of record on the books of the Corporation on all matters voted upon by the stockholders.
- d) The private property of the shareholders of the Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.
- e) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by the Corporation ("Shareholder"), does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged or repealed by legislative enactments of the State of Florida, or of the United States, hereinafter adopted which have reference to or affect corporations, such securities, or such persons; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

ARTICLE 5
Incorporator

1. The name and address of the incorporator of the Corporation is as follows:
Mohammed Haroon, 74 Bankhey Street, Blackpool, England, FY1 4PX, United Kingdom.

2. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation with the office of the Secretary of State of Florida.

ARTICLE 6
Officers

1. The affairs of the Corporation shall be managed by the President, Vice President, Secretary and Treasurer.

2. Officers shall be elected by the Board of Trustees at an annual meeting and shall take office at the beginning of the fiscal year immediately following their election and serve until their successors are duly elected and take office.

3. The names of the persons who are to serve as Officers of the Corporation until the first meeting of the Board of Trustees are:

President	Mohammed Haroon
Vice President	Farzana Haroon
Secretary	Farzana Haroon
Treasurer	Mohammed Haroon

ARTICLE 7
Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise provided in these Articles of Incorporation. In furtherance and not in limitation of the general and specific powers and rights granted and conferred by the Florida Business Corporation Act, the Board of Directors is hereby expressly authorized:

- a) To make, alter or repeal the By-laws of the Corporation.
- b) To set apart out of any of the funds of the Corporation available for dividends, a reserve or reserves for any proper purpose and to abolish any reserve in the manner in which it was created.

- c) By a majority of the whole Board, to designate one or more committees, each committee to consist of one or more of the Directors of the Corporation. The Board may designate one or more Directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. The By-laws may provide that in the absence or disqualification of a member of a meeting who is not otherwise disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member of the Board of Directors to act at that meeting in the place of any such absent or disqualified member. Any such committee, to the extent provided in the resolution of the Board of Directors, or in the By-laws of the Corporation, shall have and may exercise all the powers and authority of the Board of Directors in the management of the business and affairs of the Corporation to the extent permitted by the Florida Business Corporation Act and may authorize the seal of the Corporation to be affixed to all papers which may require it; but no such committee shall have the powers or authority in reference to amending the Articles of Incorporation, adopting an agreement of merger or consolidation, recommending to the Shareholders the sale, lease or exchange of all or substantially all of the Corporation's property or assets, recommending to the Shareholders a dissolution of the Corporation or a revocation of a dissolution, or amending the By-laws of the Corporation; and, unless the resolution or By-laws expressly so provide, no such committee shall have the power or authority to declare a dividend or to authorize the issuance of stock.

2. The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one (1) Director. Each Director shall serve until the next annual meeting of Shareholders.

3. If any vacancy occurs in the Board of Directors during a term, the remaining Director(s), by affirmative vote of a majority thereof, may elect a Director to fill the vacancy until the next annual meeting of the Shareholders.

4. The names and addresses of the persons who shall serve as the initial Directors until the first annual meeting of the Shareholders are as follows:

Mohammed Haroon
74 Bankhey Street
Blackpool, England
FY14PX
United Kingdom

Farzana Haroon
74 Bankhey Street
Blackpool, England
FY1 4PX
United Kingdom

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ARTICLE 8
Records

The books of the Corporation may be kept (unless prohibited by law) outside the State of Florida, at such place as may be designated from time to time by the Board of Directors or in the By-laws of the Corporation.

ARTICLE 9
Director and Shareholder Action by Consent


Any corporate action upon which a vote of Directors or a committee thereof or of Shareholders is required or permitted may be taken without a meeting or vote of Directors or Shareholders with the written consent of all Directors or Shareholders otherwise entitled to vote.

ARTICLE 10
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon Shareholders herein are granted subject to this reservation.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does hereby make, file and record these Articles of Incorporation, and does hereby certify that the facts herein stated are true, and accordingly hereunto sets his hand and seal.

Executed this 11 day of June, 2001.



Mohammed Haroon
Incorporator

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

C T Corporation System

Connie Bryan 6/14/01

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY