

P01000116034

TRANSMITTAL LETTER

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

600004711246--5
--12/06/01--01033--015
*****78.75 *****78.75

SUBJECT: DISTINCTIVE BASKETS & GIFTS, INC.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for:

- ☐ \$70.00 (Filing Fee)
- ☐ \$78.75 (Filing Fee and Certificate of Status)
- ☒ \$78.75 (filing Fee and Certified Copy)
- ☐ \$87.50 (Filing Fee, Certified Copy & Certificate of Status)

From: Tracey A. Mancini
10001 Tamiami Trail North
Suite 114
Naples, Florida 34108
(941) 593-3168

FILED
2001 DEC -6 AM 10:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: The original and one copy of the articles are enclosed.

12/7/01

ARTICLES OF INCORPORATION
OF
DISTINCTIVE BASKETS & GIFTS, INC.

FILED

2001 DEC -6 AM 10:37

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator of these Articles of Incorporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is DISTINCTIVE BASKETS & GIFTS, INC.

ARTICLE II

ADDRESS

The principal place of business and mailing address of the corporation is 10001 Tamiami Trail North, Suite 114, Naples, Florida 34108.

ARTICLE III

DURATION

This corporation shall commence its existence on the date of filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE IV

PURPOSE

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

SHARES

The Corporation shall have the authority to issue One Hundred (100) shares of common stock, all of one, Class, with a par value of One Dollar (\$1.00) per share.

ARTICLE VI

PREEMPTIVE RIGHTS

There shall be no preemptive rights for any shareholder.

ARTICLE VII

INCORPORATOR

The name and address of the sole Incorporator is Tracey A. Mancini, 10001 Tamiami Trail North, Suite 114, Naples, Florida 34109.

ARTICLE VIII

BY-LAWS

The first By-Laws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors of the shareholders in the manner provided in the By-Laws.

ARTICLE IX

BOARD OF DIRECTORS

The business and the affairs of this Corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the By-Laws. The number and term of the Directors shall be established from time to time according to the procedure provided in the By-Laws. The Corporation shall have one (1) Director initially, and the name and address of such initial Director is as follows:

- Tracey A. Mancini, 10001 Tamiami Trail North, Suite 114, Naples, Florida 34109

ARTICLE X

CONTRACTS WITH DIRECTORS

No contract or other transaction between this Corporation and any other Corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are the Directors or officers of, such other Corporation. Any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a Director or an officer of such other Corporation, or who is so interested, may not be counted in determining the existence of a quorum and may not participate in or vote at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction.

ARTICLE XI

SHAREHOLDERS' PROPERTY

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE XII

INDEMNIFICATION

The Corporation shall indemnify and insure its officers and Directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII

REGISTERED AGENT AND OFFICE

The registered agent of the corporation is C. RICHARD MANCINI, ESQ., and the address of the registered office is c/o TREISER, LIEBERFARB, COLLINS & VERNON, CHARTERED, 4001 Tamiami Trail North, Suite 330, Naples, Florida 34103.

IN WITNESS WHEREOF, The Incorporator has affixed her signature on the 3rd day of December, 2001.

Tracey A. Mancini
Tracey A. Mancini

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 3rd day of December, 2001, by TRACEY A. MANCINI, as Incorporator for DISTINCTIVE BASKETS & GIFTS, INC., who is personally known to me.

Leila Jo Jensen
Notary Public
Leila Jo Jensen
Typed, Printed or Stamped Name

My Commission Expires: _____

My Commission Number is: _____




ACCEPTANCE BY REGISTERED AGENT

Having been designated in the foregoing Articles of incorporation as the Registered Agent of the above-named Corporation to accept service of process for said Corporation, at the place designated as the Registered Office, I hereby accept such designation and agree to act in such capacity and to comply with the provisions of the Florida General Corporation law in all other respects.

DATED this 3rd day of December, 2001.



C. Richard Mancini, Esq.



RICHARD MANCINI

Registered Agent

Date: 12/3/01

FILED
2001 DEC -6 AM 10:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA