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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 26, 2001

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ORDER NO. : 525380-005

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CUSTOMER: Jack A. Baxter, Jr., Esq
Jack Andrew Baxter, Jr., Esq

4530 North Federal Highway

Fort Lauderdale, FL 33308

DOMESTIC FILING

NAME: SARENA POTTERY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

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01 DEC 26 AM 10:38
DIVISION OF CORPORATION

JS 12/26/01

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01 DEC 26 PM 12:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SARENA POTTERY, INC.,
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is **SARENA POTTERY, INC.**

ARTICLE II
ADDRESS

The mailing address of the Corporation is: 11579 Manatee Terrace, Lake Worth, Florida 33067.

ARTICLE III
COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State and is to exist perpetually.

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V
CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000), all of which shall be Common Shares, having a par value of One Dollar (\$1.00) per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 11579 Manatee Terrace, Lake Worth, Florida 33067, and the name of the initial Registered Agent of the Corporation at that address is CHARLES C. WILLIAMS.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have ONE director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
CHARLES C. WILLIAMS	11579 Manatee Terrace Lake Worth, Florida 33067

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
CHARLES C. WILLIAMS	11579 Manatee Terrace Lake Worth, Florida 33067.

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ARTICLE IX
AMENDMENTS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

21st IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of December, 2001..

Charles C. Williams
CHARLES C. WILLIAMS, Incorporator

STATE OF FLORIDA)
 :SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared **CHARLES C. WILLIAMS**, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 21st day of December, 2001.

My Commission Expires:



[Signature]
Notary Public

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of **SARENA POTTERY, INC.**, as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of **SARENA POTTERY, INC.**

Date: December 21st, 2001

Charles C. Williams
Initial Registered Agent