

P02000019773

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000040275 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 20 AM 11:51

FLORIDA PROFIT CORPORATION OR P.A.

GLAMOUR STONE LIMITED CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

m 2/21



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 20, 2002

EMPIRE

SUBJECT: GLAMOUR STONE LIMITED CORPORATION
REF: W02000004930

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

FAX Aud. #: H02000040275
Letter Number: 702A00010455

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

HO2000040275

3

ARTICLES OF INCORPORATION
OF
GLAMOUR STONE LIMITED CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 20 AM 11:51

ARTICLE I
NAME

The name of this Corporation is GLAMOUR STONE LIMITED CORPORATION.

ARTICLE II
PRINCIPAL OFFICE

The street address of the initial principal office is 3111 Stirling Road, Ft. Lauderdale, FL 33312.

ARTICLE III
STOCK

This Corporation is authorized to issue 1000 shares of common stock. The stock represented by the certificate is issued, accepted and held subject to the terms of a Shareholders' Agreement. A copy of such Shareholders' Agreement has been or will be filed at the office of the Company. The certificate and the stock represented thereby is not subject to sale, assignment, transfer, mortgage, pledge, hypothecation, or other encumbrance or disposition, except as provided in such Shareholders' Agreement.

ARTICLE IV
PREEMPTIVE RIGHTS

In the event that the Company proposes to issue and sell additional Shares of any equity security to one or more existing Shareholders other than pursuant to an underwritten public offering or an employee benefit or stock option plan, each Shareholder of the Company shall have the right, prior to such sale of Shares by the Company, to purchase a percentage of such Shares equal to their proportionate interest in the Company (the "Pro Rata Amount") at the proposed issuance price, which right shall be exercisable by written notice to the Company (a "Purchaser Notice") given within ten days after receipt by each Shareholder of written notice of such proposed issuance. If a Shareholder shall fail to respond to the Company within the ten-day notice period, such failure shall be regarded as a rejection of the right to participate in the purchase of the Shares. Each Shareholder may also indicate in the Purchaser Notice, if the Shareholder so elects, a desire to participate in the purchase of the Shares in excess of the Pro Rata Amount. If any Shareholder declines to purchase the Pro Rata Amount of the Shares (such Pro Rata Amount being hereinafter called the "Excess Shares"), then those Shareholders who indicated in their Purchaser Notice a desire to participate in the purchase of the Excess Shares shall be deemed to have agreed to purchase the Excess Shares in proportion to the respective Pro Rata Amounts. Unless

HO2000040275

H02000040275

the Shareholders elect to purchase all of the Shares, the Company may issue all (not less than all) of the Shares which the Shareholders have not elected to purchase, at the price specified by the Company in its notice to the Shareholders, provided that such issuance is bona fide and made within 60 days of the date of such notice.

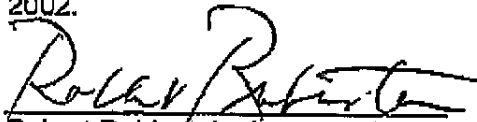
ARTICLE V REGISTERED AGENT

The street address of the initial registered office of this Corporation is 3111 Stirling Road, Ft. Lauderdale, FL 33312; and the name of the initial registered agent at that address is Robert Rubinstein.

ARTICLE VI INCORPORATOR

The name and address of the incorporator of this Corporation is Robert Rubinstein, 3111 Stirling Road, Ft. Lauderdale, FL 33312.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of February, 2002.


Robert Rubinstein, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation and states that he is familiar with and accepts the obligations of that position.


Robert Rubinstein, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB 20 AM 11:51

H02000040275