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October 1, 2002

800008215638-3  
-10/07/02-01002-003  
\*\*\*87.50 \*\*\*87.50

Florida department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

800008215638-3  
-10/07/02-01002-003  
\*\*\*87.50 \*\*\*87.50

To Whom It May Concern:

Enclosed herein please find Articles of Incorporation for Palm Beach Beads, Inc..

Please return the certified copy of the Articles to the undersigned when filed along with a certificate of status.

I have also enclosed a check in the amount of \$87.50, which represents payment for the filing of the Articles at \$78.75, and the certificate of status at \$8.75.

Thank you for your anticipated cooperation in the matter. If after your receipt and review of this correspondence you have any questions, or if I can be of any further assistance, please do not hesitate to contact me.

Very Truly Yours,

  
J. MICHAEL MAGEE

JMM/mlt/2115/plm bch bds.

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DIVISION OF CORPORATIONS  
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# ARTICLES OF INCORPORATION

OF

**PALM BEACH BEADS, INC.**

## **Article I – Name and Location**

The name and location of this corporation is as follows:

Palm Beach Beads, Inc.  
6789 Hatteras Drive  
Lake Worth, FL 33467

## **Article II – Principal Place of Business Duration**

The principal place of business of this corporation will be 6789 Hatteras Drive, Lake Worth, Florida 33467. The mailing address of the corporation will be 6789 Hatteras Drive, Lake Worth, Florida 33467.

## **Article III – Purpose**

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

## **Article IV – Capital Stock**

The corporation is authorized to issue 102 shares of \$1.00 par value common stock. The shares are divided as follows: 33 1/3% for Andrea Kim Stevens; 33 1/2 % for Cindy Hallman and 33 1/3 % for Lynn Brady.

## **Article V – Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **Article VI – Directors/Officers**

This corporation shall have one director/president initially. The director/president will be Andrea Kim Stevens. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. This corporation shall have one vice-president/treasurer who will be Cindy Hallman.

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The name and address of the director/president is Andrea Kim Stevens, 6789 Hatteras Drive, Lake Worth, Florida 33467; the name and address of the vice-president/treasurer is Cindy Hallman, 6478 Nikki Way, Lake Worth, Florida 33467.

#### **Article VII – Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is J. Michael Magee, Murphy, McFarlane, Magee & Dolan, 540 N.E. 8<sup>th</sup> Street, #2A, Fort Lauderdale, Florida 33304, and the name of the initial registered agent of this corporation at that address is J. Michael Magee, Esq..

#### **Article VIII – Incorporator**

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is:

Andrea Kim Stevens, 6789 Hatteras Drive, Lake Worth, Florida 33467.

#### **Article IX – Indemnification**

The corporation shall indemnify any director or officer, or any former officer of director, to the fullest extent permitted by law.

#### **Article X – Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholder's meeting by a majority of the stockholders entitled to vote, unless all of the directors and all of the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **Article XI – Stock Agreements**

The stockholders of this corporation may enter into agreements between themselves regarding their respective rights and duties with reference to the shares of stock of this corporation, and such agreements may include any limitation upon the transferability or assignment of the stock and the conferring of preemptive rights of purchase upon the stockholders as condition precedent to the sale of other stock, and such agreements shall be valid, and this corporation may join as a party thereto.

#### **Article XII – Existence/Duration**

This corporation shall have perpetual existence commencing as of the date of filing of these Articles of Incorporation.

IN WITNESS WHEREFORE, the undersigned Incorporator, **ANDREA KIM STEVENS**, Director/President has executed these Articles of Incorporation this 25 day of September, 2002.

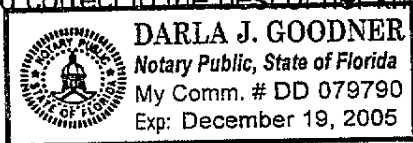
  
**ANDREA KIM STEVENS, Director/President**

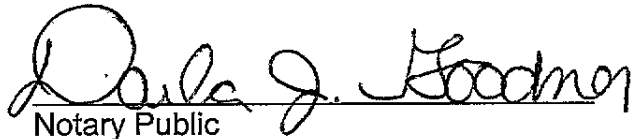
STATE OF FLORIDA

SS:

COUNTY OF Palm Beach

BEFORE ME, the undersigned authority, this 25<sup>TH</sup> day of September, 2002 personally appeared Andrea Kim Stevens who is personally known       , OR produced identification        (type of identification produced), and upon being first duly sworn according to law, deposes and says that she executed the foregoing and that the statements and allegations contained therein are true and correct to the best of her knowledge and belief.



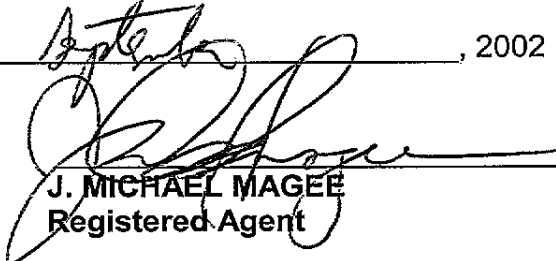
  
Notary Public

My Commission Expires: 12-19-05

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of Palm Beach Beads, Inc. and the undersigned, having being named to accept service of process for Palm Beach Beads, Inc. at the place designated in the Articles of Incorporation agrees to act in this capacity and agrees to comply with the provisions of Section 48.091 (Florida Statutes) relative to keeping open such office.

DATED this 30<sup>th</sup> day of September, 2002

  
**J. MICHAEL MAGEE**  
Registered Agent