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TALLAHASSEE FLORIDA

1/11/06

**MICHAEL SIERRA, P.A.**

*Attorney at Law*  
703 West Swann Avenue  
Tampa, Florida 33606-2729

Telephone (813) 258-3558

Facsimile (813) 258-3779

January 6, 2006

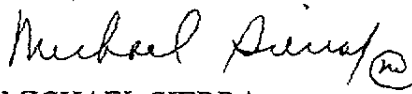
Corporate Records Bureau  
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2006 JAN -9 AM 11:52  
TALLAHASSEE FLORIDA

RE: STATE THEATRE EMPORIUM, INC.

Enclosed herewith please find two copies of the Articles of Incorporation for the above Corporation for filing with your office. Also enclosed is our check in the sum of \$87.50 to cover filing fees, etc.

Very truly yours,



MICHAEL SIERRA

MS:m  
Enc.

**ARTICLES OF INCORPORATION**

OF

2006 JAN -9 AM 11:52

**STATE THEATRE EMPORIUM, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

**ARTICLE I. NAME**

The name of the Corporation shall be:

**STATE THEATRE EMPORIUM, INC.**

The principal place of business of this Corporation shall be:

111 W. Arden Mays Blvd., Plant City, FL 33563

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage in, or transact, any or all lawful activities or business permitted under the Laws of the United States, the State of Florida, or any other State, Country, Territory or Nation. The specific purpose of this Corporation shall be to operate antique merchandise retail sales, and related services.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the Corporation shall be: 703 W. Swann Ave., Tampa, FL 33606, and the name of the initial Registered Agent of the Corporation at that address is: **MICHAEL SIERRA.**

**ARTICLE V. TERM OF EXISTENCE**

This Corporation is to exist perpetually.

#### **ARTICLE VI. 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 at the price at which it is offered to others.

#### **ARTICLE VII. SECTION 1244 PROVISION**

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE VIII. SUB-CHAPTER S PROVISION**

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

#### **ARTICLE IX. DIRECTORS**

This Corporation shall have two (2) directors initially. The names and street addresses of the initial members of the Board of Directors are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
FERN TAYLOR	111 Arden Mays Blvd., Plant City, FL 33563
CECIL TAYLOR	111 Arden Mays Blvd., Plant City, FL 33563

#### **ARTICLE X. OFFICERS**

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

<u>OFFICER</u>	<u>ADDRESS</u>
FERN TAYLOR President	111 Arden Mays Blvd., Plant City, FL 33563
CECIL TAYLOR Vice-Pres./Secretary	111 Arden Mays Blvd., Plant City, FL 33563

**ARTICLE XI. SUBSCRIBER**

The name and street address of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF COMMON STOCK ISSUED</u>
FERN TAYLOR	111 Arden Mays Blvd. Plant City, FL 33563	
CECIL TAYLOR	111 Arden Mays Blvd. Plant City, FL 33563	

2006 JAN -9 AM 11:52  
STATE  
JAN -9  
FLORIDA

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this

6 day of January, 2006.

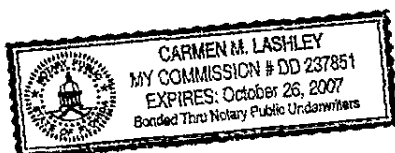
Fern Taylor (SEAL)  
FERN TAYLOR  
Cecil Taylor (SEAL)  
CECIL TAYLOR

I Hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Michael Sierra  
MICHAEL SIERRA  
Registered Agent

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this 6 day of January, 2006, by FERN TAYLOR and CECIL TAYLOR, who are personally known to me.



Carmen M. Lashley  
NOTARY PUBLIC

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

The foregoing instrument was subscribed to before me on this 6<sup>th</sup> day of January, 2006, by **MICHAEL SIERRA**, who is personally known to me.

Cairn M. Lesley  
NOTARY PUBLIC