

LAW OFFICES

JAMES A. BOND, P. A.
ATTORNEY AT LAW

TREASURE COAST BANK BUILDING
SUITE FOUR
1251 S. W. 27TH STREET
PALM CITY, FLORIDA 34990

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April 10, 1995

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

Re: Bert's Cards & Gifts, Inc.
Articles of Incorporation

200001453612
04/11/95-01104-016
****122.50 ****122.50

Dear Sir:

Enclosed herewith please find the original and three (3) copies of the Articles of Incorporation for above named corporation, together with my check in the amount of \$122.50.

I have enclosed a stamped, self-addressed envelope for your convenience in returning copy to me.

If you have any questions, please do not hesitate to contact my office.

Sincerely,

J. A. Bond
James A. Bond

JAB/jm

/enclosures

*Please expedite the
filing if you can.*

SDK

**ARTICLES OF INCORPORATION
OF
BERT'S CARDS & GIFTS, INC.**

FILED
SEP 11 1961
ST. LOUIS, MO.
RECORDED

ARTICLE I

The name of this Corporation shall be BERT'S CARDS & GIFTS, INC.

ARTICLE II

This Corporation shall exist in perpetuity.

ARTICLE III

The general nature of the business to be transacted by this Corporation is to: Manufacture, purchase or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, foodstuffs, and services of every kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph, or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Thousand shares of common stock having a par value of One Dollars (\$1.00) per share.

ARTICLE V

The name of the registered agent is JAMES A. BOND, and the street address of the initial registered agent is 1251 S. W. 27th Street, Palm City, FL 34990.

The Registered Agent hereby affirms that he is familiar with and accepts the duties and responsibilities of Registered Agent for said Corporation.

ARTICLE VI

This Corporation shall have one director initially, the name of the initial director is MARNI GORDON, and her address is 1808 Jensen Beach Blvd., Jensen Beach, FL 34957. The number of directors may be increased or diminished from time to time by the By-Laws of the Corporation, but shall never be less than one director.

ARTICLE VII

The name and address of the subscriber of these Articles of Incorporation is MARNI GORDON, 1808 Jensen Beach Blvd., Jensen Beach, FL 34957.

ARTICLE VIII

The business location and address of the corporation is 1808 Jensen Beach Blvd., Jensen Beach, FL 34957.

ARTICLE IX

These Articles of Incorporation may be amended in the manner prescribed by law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote

thereon, or by one of the Board of Directors and approved by such Board of Directors by a majority thereof, unless all of the Directors and Stockholders sign a written statement and agreement manifesting their intention that a signed statement shall signify their approval of an Amendment to these Articles of Incorporation be made.

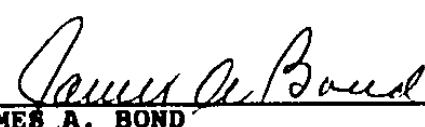
ARTICLE X

Upon the sale of any unissued or treasury stock of the corporation, each stockholder shall have the preemptive right to purchase his or her pro-rata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares shall be sold or issued.

ARTICLE XI

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


MARNI GORDON
Director and Subscriber


JAMES A. BOND
Registered Agent

STATE OF FLORIDA,

COUNTY OF Pinellas.

I HEREBY CERTIFY THAT MARNI GORDON appeared before me and is personally known to me to be the same person whose name is signed

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thereon, or by one of the Board of Directors and approved by such Board of Directors by a majority thereof, unless all of the Directors and Stockholders sign a written statement and agreement manifesting their intention that a signed statement shall signify their approval of an Amendment to these Articles of Incorporation be made.

ARTICLE X

Upon the sale of any unissued or treasury stock of the corporation, each stockholder shall have the preemptive right to purchase his or her pro-rata share thereof at the price at which it is offered to others. This preemptive right is limited to the extent that no fractional shares shall be sold or issued.

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MARNI GORDON
Director and Subscriber


JAMES A. BOND
Registered Agent

STATE OF FLORIDA,

COUNTY OF Pinellas.

I HEREBY CERTIFY THAT MARNI GORDON appeared before me and is personally known to me to be the same person whose name is signed

to the foregoing instrument, or, who has produced Florida Drivers license as identification, and who, under oath, acknowledged that she signed the instrument as her free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 6th day of April, 1995.

My Commission Expires:



STATE OF FLORIDA,

COUNTY OF MARTIN:

OFFICIAL SEAL
JANICE LAWLER
My Commission Expires
June 22, 1996
Comm. No. CC 204401

Janice Lawler
NOTARY PUBLIC
(Printed Name) Janice Lawler

I HEREBY CERTIFY THAT JAMES A. BOND appeared before me and is personally known to me to be the same person whose name is signed to the foregoing instrument, or, who has produced _____ as identification, and who, under oath, acknowledged that he signed the instrument as his free and voluntary act for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 10 day of April, 1995.

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES
EXTENDED THROUGH JANUARY 1996

Judith C. Maynard
JUDITH C. MAYNARD
NOTARY PUBLIC