

JUN 28 1995 11:54 AM RECEIVED 1/4

TO: DIVISION OF CORPORATIONS FROM: TRIPP, SCOTT, CONKLIN & SMITH

DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
33302-0000

P.O. BOX 14245  
FT. LAUDERDALE FL

TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

CONTACT: SANDRA TOMLIN  
PHONE: (305) 525-7503  
FAX: (305) 761-8475

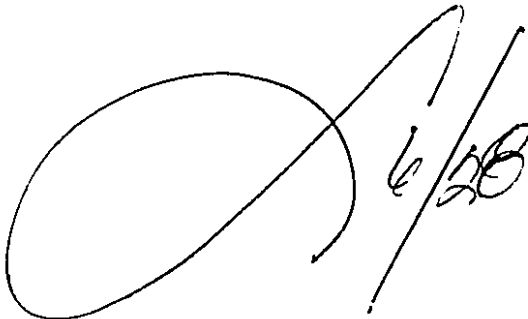
((H95000007196)))  
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: ROCK & JOCK MEMORABILIA, INC.  
FAX AUDIT NUMBER: H95000007196  
DATE REQUESTED: 06/28/1995  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 3  
ESTIMATED CHARGE: \$122.50  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 10:55:20  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER:  
075350000065

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.  
(((H95000007196)))

This corporate name was reserved by me on 6/27/95, Reservation Number R95000002889. I now wish to file Articles of Incorporation.



FILED  
95 JUN 28 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
95 JUN 28 AM 11:54  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
ROCK & JOCK MEMORABILIA, INC.**

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I  
NAME**

The name of this Corporation is:

**ROCK & JOCK MEMORABILIA, INC.**

**ARTICLE II  
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III  
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV  
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this corporation is:

3350 N.W. Boca Raton Boulevard, #B8  
Boca Raton, FL 33431

Prepared by: Grant J. Smith, Esq.  
Bar No. 0935212  
Tripp, Scott, Conklin & Smith  
P.O. Box 14245  
Ft. Lauderdale, FL 33302  
(305)525-7500

B95000007196

FILED  
1995 JUN 28 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Grant J. Smith  
c/o Tripp, Scott, Conklin & Smith  
110 S.E. Sixth Street, 28th Floor  
Ft. Lauderdale, FL 33301

**ARTICLE VI  
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VII  
INCORPORATOR**

The name and street address of the Incorporator is:

Gerald Ray  
4850 N. 33 Court  
Hollywood, FL 33021

**ARTICLE VIII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The names and addresses of the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Gerald Ray	4850 N. 33 Court Hollywood, FL 33021

R95000007196

Gilbert Kraf

1115 Russell Drive  
Highland Beach, FL 33487

**ARTICLE IX  
INDEMNIFICATION**

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

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 28 day of July, 1995.

  
GERALD RAY, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

  
GRANT J. SMITH, Registered Agent

Work\050379\0001:1

R95000007196

FILED  
95 JUN 28 PM 4: 39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA