

P96000027454

201 HALL STREET
TALLAHASSEE, FL 32301
904-222-0191

BOOK 342-158

RECEIVED

FILED



96 MAR 28 AM 9:48
DIVISION OF CORPORATION

96 MAR 28 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 897639 5674A

AUTHORIZATION :

Patricia Pjyib

COST LIMIT : \$ 70.00

ORDER DATE : March 27, 1996

ORDER TIME : 3:49 PM

000001760850

ORDER NO. : 897639

CUSTOMER NO: 5674A

CUSTOMER: Robert C. Burke, Jr., Esq
KIMPTON BURKE & WHITE

Suite 100
28059 U.S. Highway 19, North
Clearwater, FL 34621

DOMESTIC FILING

NAME: SIGNATURE EDITIONS
ACQUISITIONS, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS: _____

KATHY H. MAR 28 1996

FILED

96 MAR 28 PM 3:11

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE EDITIONS ACQUISITIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SIGNATURE EDITIONS ACQUISITIONS, INC.

The address of the principal office of this corporation shall be 3265 Tampa Road, Palm Harbor, Florida 34684, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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.

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 \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 28059 U.S. Highway 19 North, Suite 100, Clearwater, Florida 34621 and the name of the initial registered agent of the corporation at that address is Robert C. Burke.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INDEMNIFICATION

The corporation may indemnify any officer, director, employee, or agent or any officer, director, employee, or agent to the extent permitted by law.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service company on March 27, 1996 .

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

HBD/meb

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 MAR 28 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

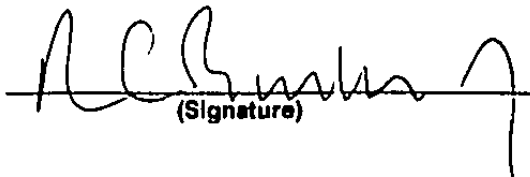
1. The name of the corporation is: Signature Editions Acquisitions, Inc.
2. The name and address of the registered agent and office is:

ROBERT C. BURKE, JR.
(Name)

28059 U. S. HIGHWAY 19 NORTH, SUITE 100
(P.O. Box not acceptable)

CLEARWATER, FLORIDA 34621
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

LAW OFFICES OF

KIMPTON, BURKE & WHITE, P.A.

WILLIAM J. KIMPTON
ROBERT C. BURKE, JR.
LANGFRED W. WHITE
RICHARD T. HEIDEN

FAX (813) 796-0909

28059 U.S. HIGHWAY 19 NORTH
SUITE 100
CLEARWATER, FL 34621-2698
TELEPHONE (813) 791-0063

April 3, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300001774383
-04/09/96--01120--016
*****35.00 *****35.00

RE: Signature Editions Acquisitions, Inc.
Our File No. 10,041.04.6.000

Gentlemen:

Enclosed is Registered Agent Certificate designating new Registered Agent for the captioned corporation. Please file the same in the records of your office.

Please date stamp the duplicate copy enclosed with the filing information and return in the self-addressed, stamped envelope also enclosed.

Further enclosed is our check in the amount of \$35 covering your filing fees.

Sincerely,

KIMPTON, BURKE & WHITE, P.A.

Robert C. Burke, Jr.
Robert C. Burke, Jr.

RCB/cgw
Enclosures

cgw:96depa01.1tr

FILED
APR -8 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
PA6000027454
4-8-96
RAC

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SIGNATURE EDITIONS ACQUISITIONS, INC.

1b. The mailing address of the corporation is : 3265 TAMPA ROAD, PALM HARBOR, FL
34684

1c. Date of incorporation: MARCH 28, 1996 Document number: P96000027484

2. The name and address of the current registered agent and office:

ROBERT C. BURKE, JR.

28059 U S HIGHWAY 19 NORTH SUITE 100

CLEARWATER, FL 34684

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

CATHY R. DALEY

3265 TAMPA ROAD

PALM HARBOR, FL 34684

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Cathy R. Daley
(Signature of an officer, chairman or
vice chairman of the board)

4-3-96
(Date)

CATHY R. DALEY, PRESIDENT

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Cathy R. Daley
(Signature of Registered Agent)

4-3-96
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

LAW OFFICES OF

KIMPTON, BURKE & WHITE, P.A.

96000027454

WILLIAM J. KIMPTON
ROBERT C. BURKE, JR.
LANCIEFRED W. WHITE
RICHARD T. HINDEN

FAX (813) 796-0909

28059 U.S. HIGHWAY 19 NORTH
SUITE 100
CLEARWATER, FL 34621-2698
TELEPHONE (813) 791-0063

April 25, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300001324893
-05/16/96--01084-003
***175.00 ***87.50
MAY 1 7 58
RECEIVED
DIVISION OF CORPORATIONS

RE: Signatures Editions Acquisitions, Inc.
Our File No. 10,015.04.6.000

Gentlemen:

Enclosed please find original and photocopy of Articles of Amendment of Articles of Incorporation of Signature Editions, Inc., changing its name to Stracey Holdings, Inc.

Further enclosed please find original and photocopy of Articles of Amendment of Articles of Incorporation of Signature Editions Acquisitions, Inc., changing its name to Signature Editions, Inc.

Finally enclosed is a check in the amount of \$175 to cover the cost of the filing fees. Please file the Articles of Amendment in the order listed, returning a certified copy of each Amendments after filing.

Sincerely,

KIMPTON, BURKE & WHITE, P.A.

Robert C. Burke, Jr.
Robert C. Burke, Jr.

RCB/cgw
Enclosures

RECEIVED
96 MAY -3 PM 3:44
DIVISION OF CORPORATIONS

cgw:96depa01.1tr

N. HENDERSON MAY 13 1996

Amend

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

SIGNATURE EDITIONS ACQUISITIONS, INC.

FILED
96 MAY -3 AM 7:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE EDITIONS, INC., a Florida corporation, under its corporate seal in hand of its President and Secretary, Cathy R. Daley, hereby certifies that:

1. The Board of Directors of said corporation, at a meeting called and held on the 3rd day of April, 1996, adopted the following resolution:

"BE IT RESOLVED by the Board of Directors of Signature Editions Acquisitions, Inc., a Florida corporation, that Article I of the Certificate of Incorporation be amended, changed and altered so that it reads as follows:

ARTICLE I. NAME

The name of the corporation shall be:

SIGNATURE EDITIONS, INC.

The address of the principal office of this corporation shall be 3265 Tampa Road, Palm Harbor, Florida 34684, and the mailing address of the corporation shall be the same.

2. The meeting of the shareholders of the corporation called by the Board of Directors as aforesaid, was held on the 3rd day of April, 1996, and at said special meeting of the shareholders, said amendment to the Certificate of Incorporation was duly adopted by the unanimous vote of all shareholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and its corporate seal to be affixed and attested by its Secretary on this 3rd day of April, 1996.

SIGNATURE EDITIONS ACQUISITIONS,
INC.

By: Cathy R. Daley
Cathy R. Daley, President

Attest:

Cathy R. Daley
Cathy R. Daley Secretary

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I, an officer authorized to take acknowledgements according to the laws of the State of Florida, duly qualified and acting, heroby certify that Cathy R. Daley as President and Secretary of SIGNATURE EDITIONS ACQUISITIONS, INC., to me ☒ personally known or who ☐ produced a Florida driver's license as identification, this date acknowledged before me that she executed the foregoing Articles of Amendment of Articles of Incorporation of SIGNATURE EDITIONS ACQUISITIONS, INC., as such officers of said corporation and she affixed the official seal of said corporation; and I further certify that I know the said person making said acknowledgement to be the individual described in and who executed said Certificate.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Clearwater, said County and State this 3rd day of April, 1996.

R. C. Burke, Jr.
Name: _____
Notary Public, State of Florida
Serial No: _____
Commission Expires: _____

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R. C. BURKE, JR.
MY COMMISSION # CC296030 EXPIRES
July 7, 1997
BONDED THRU TROY FARM INSURANCE, INC.

LAW OFFICES OF

KIMPTON, BURKE & WHITE, P.A.

WILLIAM J. KIMPTON
ROBERT C. BURKE, JR.
LANGFRED W. WHITE
RICHARD T. HEDDEN

FAX (813) 796-0909

28059 U.S. HIGHWAY 19 NORTH
SUITE 100
CLEARWATER, FL 34621-2698
TELEPHONE (813) 791-0063

August 15, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Signature Editions, Inc.
Our File No. 10,041.04.6.000


Gentlemen:

Enclosed please find original and photocopy of Articles of Amendment of Articles of Incorporation regarding the above referenced corporation.

Further enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee. Please return a certified copy of the Articles of Amendment of Articles of Incorporation after filing.

Sincerely,

KIMPTON, BURKE & WHITE, P.A.


Robert C. Burke, Jr.

RCB/cg
Enclosures

FILED
56 AUG 19 AM 8:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

900001925649
-08/19/96--01050--004
*****87.50 *****87.50

N/C

cg:96secr02.1tr

VS AUG 22 1996

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
SIGNATURE EDITIONS, INC.

FILED
96 AUG 19 AM 8:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SIGNATURE EDITIONS, INC., a Florida corporation, under its corporate seal in hand of its President and Secretary, Cathy R. Daley, hereby certifies that:

1. The Board of Directors of said corporation, at a meeting called and held on the 7th day of August, 1996, adopted the following resolution:

"BE IT RESOLVED by the Board of Directors of Signature Editions, Inc., a Florida corporation, that Article I of the Certificate of Incorporation be amended, changed and altered so that it reads as follows:

ARTICLE I. NAME

The name of the corporation shall be:

SIGNATURE ART GALLERY OF PALM HARBOR, INC.

The address of the principal office of this corporation shall be 3265 Tampa Road, Palm Harbor, Florida 34684, and the mailing address of the corporation shall be the same.

2. The meeting of the shareholders of the corporation called by the Board of Directors as aforesaid, was held on the 7th day of August, 1996, and at said special meeting of the shareholders, said amendment to the Certificate of Incorporation was duly adopted by the unanimous vote of all shareholders.

IN WITNESS WHEREOF, said corporation has caused this

Certificate to be filed in its name by its President and its corporate seal to be affixed and attested by its Secretary on this 7th day of August, 1996.

SIGNATURE EDITIONS, INC.

By: Cathy R. Daley
Cathy R. Daley, President

Attest:

Cathy R. Daley
Cathy R. Daley Secretary

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I, an officer authorized to take acknowledgements according to the laws of the State of Florida, duly qualified and acting, hereby certify that Cathy R. Daley as President and Secretary of SIGNATURE EDITIONS, INC., to me (X) personally known or who () produced a Florida driver's license as identification, this date acknowledged before me that she executed the foregoing Articles of Amendment of Articles of Incorporation of SIGNATURE EDITIONS, INC., as such officers of said corporation and she affixed the official seal of said corporation; and I further certify that I know the said person making said acknowledgement to be the individual described in and who executed said Certificate.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Clearwater, said County and State this 7th day of August, 1996.

Carla Guidry
Name: Carla Guidry
Notary Public, State of Florida
Serial No: CC564841
Commission Expires: 09/03/98



Carla Guidry
MY COMMISSION # CC564841 EXPIRES
September 3, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

H:\HOME\CGW\SIGNATUR.ED\GENCORP\96AMEN01.ART