

P96000032339

FILED
95 APR -9 AM 8:37
TALLAHASSEE, FL

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RECEIVED
TALLAHASSEE, FL
1995 APR 11 AM 10:00

RE: SHOW AND TELL EVENT PLANNERS, INC.

Gentlemen:

As Incorporator of the above named corporation I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

- a) Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b) Certificate of Registered Agent;
- c) Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

Please return certified copy as soon as possible.

Very truly yours,

Robert E. Groening
ROBERT E. GROENING

enclosures

4/15/96

TB

**ARTICLES OF INCORPORATION
OF**

ARTICLE I. SHOW AND TELL EVENT PLANNERS, INC.

The name of this corporation is:

SHOW AND TELL EVENT PLANNERS, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business as permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

FILED
SEP-9 1987
CLERK OF DISTRICT COURT
JULIA S. FLORES

**ARTICLE V. REGISTERED AGENT AND INITIAL
REGISTERED OFFICE**

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**ROBERT E. GROENING
1318 Lafayette Street
Cape Coral, Florida 33904**

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. The principal office address shall be the same as the registered office address.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

**ROBERT E. GROENING
1318 Lafayette Street
Cape Coral, Florida 33904**

The persons named as initial director shall hold office for the first year of existence of this Corporation or until has successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

ROBERT E. GROENING

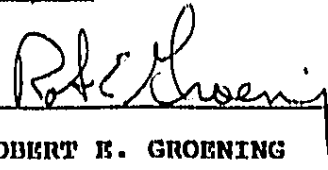
1318 Lafayette Street

Cape Coral, Florida 33904

ARTICLE IX. 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 a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as
Incorporator, has executed the foregoing Articles of Incorporation
on 29~~th~~ day of MARCH, 1996.



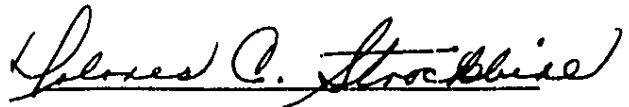
ROBERT E. GROENING

INCORPORATOR

BEFORE ME, a Notary Public, personally appeared
ROBERT E. GROENING, to me known to be the person described as
Incorporator and who executed the foregoing Articles of
Incorporation, and acknowledged before me that he subscribed to
these Articles of Incorporation on 29~~th~~ day of MARCH,
1996.

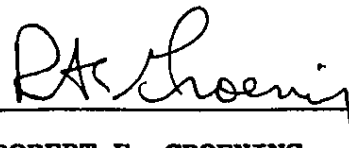


DOLORES C. STROCKBINE
Notary Public, Commission Expires:
Expires May. 14, 1999
Bonded by ANB
800-852-6878



Notary Public

I hereby am familiar with and accept the duties and
responsibilities as registered agent for SHOW AND TELL EVENT
PLANNERS, INC.



ROBERT E. GROENING

Registered Agent

FILED
MAR-3 AM 8:31
MAR 3 1996
NOTARY PUBLIC
STATE OF FLORIDA

BEFORE ME, a Notary Public, personally appeared ROBERT E. GROENING to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 29th day of MARCH, 1996.

Dolores C. Strockbine

Notary Public

My Commission expires:



DOLores C STROCKBINE
My Commission CC454813
Expires May, 14, 1999
Bonded by ANG
800-882-8878

SHOW AND TELL EVENT PLANNERS, INC.
1318 Lafayette Street
Cape Coral, Florida 33904

PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

FIRST: That SHOW AND TELL EVENT PLANNERS, INC., is
desiring to organize or qualify under the law of the State of
Florida with its principal place of business at 1318 Lafayette
Street, in the City of Cape Coral, State of Florida, has named
ROBERT E. GROENING, 1318 Lafayette Street, Cape Coral, Florida, as
its agent to accept service of process within Florida.

ROBERT E. GROENING



Corporate Officer

PRESIDENT

Title

3-29-96

Date

Having been named to accept service of process for the above state
corporation, at the place designated in this certificate, I hereby
agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper and complete
performance of my duties.

ROBERT E. GROENING



Registered Agent

3-29-96

Date