

P96000101256

Thomas P. Bauer
P.O. Box 16562
Plantation, FL 33318

November 20, 1996

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

600002017666--9
-12/03/96--01060--013
****122.50 ****122.50

Dear Sir/Madam:

Re: Initial Incorporation - C & C Greeting Cards

Enclosed herewith are two originals of the Articles of Incorporation for the above referenced Corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing the Articles and returning one (1) certified copy. Please return the certified copy in the enclosed envelope.

Should you require any additional information regarding the above-referenced matter, please contact us.

Sincerely yours,


Thomas Bauer

Enclosures

EFFECTIVE DATE
11-21-96

96 DEC -2 AM 10:00
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
12/6/96

~~505~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 6, 1996

THOMAS P. BAUER
P.O. BOX 16562
PLANTATION, FL 33318

SUBJECT: C & B GREETING CARDS
Ref. Number: W96000025610

We have received your document for C & B GREETING CARDS and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 396A00054788

Thomas P. Bauer
9072 S. Orchard Road N.
Davie, FL 33328

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

December 10, 1996

RE: C & B Greeting Cards, Inc.
Reference Number W96000025610

Dear Sir/Madam,

I am writing in response to your letter dated December 6, 1996 requesting that a corporate suffix is added to the corporations name (see attached copy of letter). This change has been made to the enclosed articles of incorporation. Could you please reprocess these articles. The fee for the incorporation was sent with the original articles and was not returned to me. I have enclosed an envelope for a copy of the articles to be mailed to me. Thank you for your assistance and please do not hesitate to contact me if you need any additional information.

Sincerely,



Tom Bauer

ARTICLES OF INCORPORATION
OF
C & B GREETING CARDS, INC.
A FLORIDA CORPORATION

FILED
96 DEC -2 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

EFFECTIVE DATE

11-21-96

The name of the Corporation is C & B GREETING CARDS, INC.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized to engage in any activity or
business permitted under the laws of the United States and
Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of One
Dollar (\$1.00) par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office, mailing address and the initial registered office of the Corporation is 1772 SW Tivan Lane, Port St. Lucie, Florida 34983 and the name of the initial registered agent of the Corporation at that address is

Robert E. Bauer, Jr.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (2) directors to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The name and address of the directors of the Corporation is:

Name address

Robert E. Bauer, Jr.	.1772 SW Tivan Lane, Port St. Lucie, Florida 34983
Cherie Bauer	1772 SW Tivan Lane, Port St. Lucie, Florida 34983

ARTICLE VII

INCORPORATORS

The name and address of the persons signing these Articles
is:

Name address

Robert E. Bauer, Jr.,

1772 SW Tivan Lane, Port St. Lucie, Florida 34983

Cherie Bauer

1772 SW Tivan Lane, Port St. Lucie, Florida 34983

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance
with Florida law is reserved to the shareholders. Any right
conferred upon any shareholder by these Articles of Incorporation
is subject to this reservation.

ARTICLE IX

COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence existence on _____

NOVEMBER 21 1996.

IN WITNESS WHEREOF, the undersigned have executed these Articles
of Incorporation this 21ST day of NOVEMBER, 1996.

Cherie Bauer

Cherie Bauer

Robert E. Bauer, Jr.

Robert E. Bauer, Jr.

STATE OF FLORIDA)

COUNTY OF ST. LUCIE)

BEFORE ME, the undersigned authority, authorized to take
acknowledgments in the State and County set forth above,
personally appeared Cherie Bauer and Robert E. Bauer, Jr. who
are personally known by me or who have produced
FLDRLC B600-117-61-650 and FLDRLC B600-765-56-256-0
as identification to be the person or persons who executed the
foregoing Articles of Incorporation, and he did (did not) take an
oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal in the State and County aforesaid, this 21ST
day of NOVEMBER, 1996.

Barbara L. Duren
Name of Notary Public Typed or
Printed

BARBARA L. DUREN
NOTARY PUBLIC

My Commission Expires:

OFFICIAL NOTARY SEAL
BARBARA L. DUREN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC450277
MY COMMISSION EXP. APR 3, 1999

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

96 DEC -2 AM 10:00

Pursuant to the provisions of §607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the required office/registered agent, in the State of Florida.

1. The name of the corporation is: C & B GREETING CARDS, Inc.
2. The name and address of the registered agent and office is:

Robert E. Bauer, Jr.,
1772 SW Tivan Lane, Port St. Lucie, Florida 34983

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF §607.0505, FLORIDA STATUTES.2

Robert E. Bauer Jr.
NAME

11-21-96
DATE