

997000019980

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: Etcetera, Incorporated

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

EFFECTIVE DATE
2-28-97

W97-4883

FILED

97 MAR -4 PM 4:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAR 24 1997

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	3/3/97		
TIME	9:15		
BY	DN		CK No. _____

WALK-IN
Will Pick Up _____

	C.C. FEE.	DISBURSE
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S -		
<input type="checkbox"/> Fictitious Name Filing		
300002102022 -- 1		
<input type="checkbox"/> Name Reservation -03/03/97--01025--014		
<input type="checkbox"/> Annual Report/Reinstatement	****122.50	****122.50
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$ 96
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$ 55

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 10% per Annum.

THANK YOU
from
Your Capital Connect



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 3, 1997

CAPITAL CONNECTION
P.O. BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: ETCETERA, INCORPORATED
Ref. Number: W97000004883

We have received your document for ETCETERA, INCORPORATED 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 697A00010785

Corrected

RECEIVED
95 MAR -4 PM 3:30

EFFECTIVE DATE
2-28-97

ARTICLES OF INCORPORATION
OF
ETCETERA GIFTS, INCORPORATED

FILED

97 MAR -4 PM 4:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND ADDRESS

The name of this corporation is:

ETCETERA GIFTS, INCORPORATED

The principal and mailing address of the corporation is:

5100 N. Ninth Avenue
Pensacola, FL 32504

ARTICLE II
PURPOSE

The purpose is to engage in any and all activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
STOCK

The number of shares of common stock which the corporation shall have the authority to have outstanding at any one time shall be one hundred (100) shares. The shares shall have a par value of \$1.00 per share.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is as follows:

Michael L. Weimorts
603 Highway 98 East
Destin, FL 32541

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law.

The name and address of the initial director of this corporation is:

NAME

ADDRESS

John Mark Weimorts

708 Bayshore Blvd., #1A
Pensacola, FL 32507

ARTICLE VI
INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

Michael Weimorts

607 Highway 98 East
Destin, FL 32541

ARTICLE VII
EFFECTIVE DATE

These Articles of Incorporation for Etcetera shall be effective the 28th day of February, 1997.

ARTICLE VIII
BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the shareholders.

ARTICLE IX
INDEMNIFICATION

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

ARTICLE X
INFORMAL ACTION OF DIRECTORS

If all the directors collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

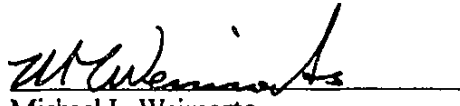
ARTICLE XI
AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII
BYLAWS

The corporation shall be governed by bylaws adopted by the shareholders.

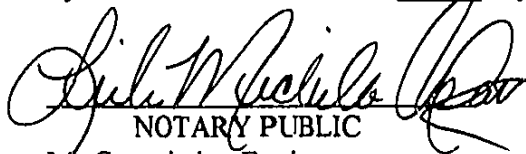
IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledge we are filing the foregoing Articles of Incorporation under the laws of the State of Florida, this 27th day of February 1997.


Michael L. Weimorts

STATE OF FLORIDA
COUNTY OF OKALOOSA


I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared Michael L. Weimorts, personally known to me or who has produced _____ as identification, to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION and he acknowledged before me that he executed same.

WITNESS my hand and official seal in the county and state last aforesaid this 27th day of February 1997.


NOTARY PUBLIC
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the designation and appointment as initial registered agent for this corporation.


Michael L. Weimorts

FILED
97 MAR -4 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA