

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P97000078284

Sms Gifts, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP 10 AM 11:43

900002289019--9

--09/10/97--01011--022

****122.50 ****122.50

- ☒ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: C8B 9.10 949

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

RECEIVED
97 SEP 10 AM 10:02
DIVISION OF CORPORATIONS

RP
9.10.97

ARTICLES OF INCORPORATION
OF
S.M.S. GIFTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP 10 AM 11:43

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of this corporation is S.M.S. Gifts, Inc.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful services and business for which general corporations may be incorporated under chapter 607, Florida Statutes and engage in any activities, trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business. The corporation shall also be authorized to engage in such other business activities as may be necessary or permissible for its operation as a professional service corporation.

ARTICLE FOUR

4.01 The corporation hereby authorizes the issuance of common stock. The aggregate number of shares of common stock which the corporation shall have the authority to issue is 3,000 shares, having no par value, and full right and power to vote, receive dividends or distributions of capital, including liquidating distributions and manage the affairs of the corporation.

4.02 The registered owners of common stock shall be empowered to manage the affairs of the corporation in lieu of the directors or until the board of directors is elected by the shareholders. The number of directors required for the board of directors of the corporation, their terms of office and other matters related to the board of directors shall be as specified in the corporation's bylaws or the agreement among shareholders on file with the corporation.

ARTICLE FIVE

5.01 The mailing address of the principal corporate office of the corporation is 411 Lake Avenue, Lake Worth, Florida 33460.

5.02 The street address of the initial registered office and the name of the initial Registered Agent for this corporation to accept service of process within the State of Florida is Frank R. Brady, Esq., Brady & Brady, P.A., 370 W. Camino Gardens Blvd, Suite 336, Boca Raton, Florida 33432.

ARTICLE SIX

The name of the incorporator is Maureen Sopourn, whose address is 13751 Barberry Drive, Wellington, FL 33414. Said incorporator is over the age of eighteen (18) years, sui juris and a resident of the State of Florida.

ARTICLE SEVEN

The initial shareholders of this corporation shall manage the affairs of the corporation in lieu of the directors until the shareholders elect a board of directors at the first meeting of shareholders. The Bylaws may provide for such increase or change, from time to time, in number of directors as is authorized by law.

ARTICLE EIGHT

8.01 The capital stock of the Corporation shall be subject to the restrictions on transfer, encumbrance, redemption, rescission, cancellation and alienation provided for under an agreement among shareholders on file with the corporation at its principal office. The agreement among shareholders further provides for certain restrictions on the rights provided for under §§607.1601 through 607.1604,

Florida Statutes and for the issuance of capital stock in the manner and subject to the provisions of §607.0621, Florida Statutes

8.02 The foregoing restrictions on transfer, hypothecation, encumbrance or other alienation of the Corporation's capital stock includes limitations upon both voluntary or involuntary alienation as specified in the agreement among shareholders on file with the corporation at its principal office.


ARTICLE NINE

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE TEN

The effective date of this corporation shall be the filing date of these Articles of Incorporation in accordance with Florida Statutes §607.0203.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 9 day of Sept, 1997.


Maureen Sopourn
Incorporator

STATE OF FLORIDA
DEPARTMENT OF STATE

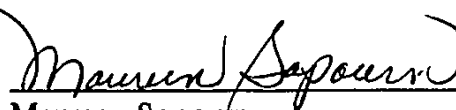
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP 10 AM 11:43

**Certificate Designating Place of Business or Domicile for the Service of
Process Within This State and Naming Agent Upon Whom Process May be Served.**

The following is submitted in compliance with the Florida General Business
Corporation Act:

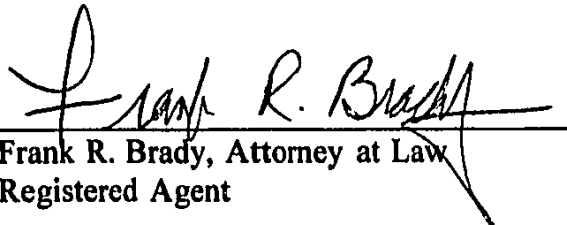
S.M.S. Gifts, Inc. is a corporation organized under the laws of the State of
Florida, with its Registered Office located at 370 W. Camino Gardens Blvd., Suite
336, in the city of Boca Raton, County of Palm Beach and State of Florida 33432,
and has named Frank R. Brady, Attorney at Law as agent to accept service of
process within this State at the office specified in his acceptance below.



Maureen Sopourn
Incorporator

ACCEPTANCE:

I hereby agree, as Registered Agent of S.M.S. Gifts, Inc., to accept Service
of Process; to keep my office at 370 W. Camino Gardens Blvd, Suite 336, Boca
Raton, FL 33432 open during the hours prescribed by §48.081, Florida Statutes; to
post my name (and any other officers of said corporation authorized to accept
service or process at the Florida designated address) in some conspicuous place in
said office as required by law and otherwise perform the duties of registered agent
for this corporation.


Frank R. Brady, Attorney at Law
Registered Agent