

S

12:01 PM

P97000088620

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000017050 0)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: KEEPSAKE MANAGEMENT, CO.

AUDIT NUMBER.....H97000017050

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:07:42

FILED  
97 OCT 14 PM 2:10  
SEALING UNIT  
TALLAHASSEE, FLORIDA

nr 10/14/97

447000017050

(5)

ARTICLE I - NAME

The name of this corporation is **KEEPSAKE MANAGEMENT, CO.**

FILED  
97 OCT 14 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of One dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: **TAMELA J. STULTS, ESQUIRE** FL. Bar #0834572, **MASSA & STULTS**, The Litigation Building, 633 South Andrews Avenue, Third Floor, Fort Lauderdale, Florida 33062

447000017050

447000017050

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 633 South Andrews Avenue, Third Floor, Litigation Building, Fort Lauderdale, Florida, 33301 and the name of the initial registered agent of this corporation at that address is TAMELA J. STULTS, ESQUIRE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial Board of Director of this corporation is:

TAMELA J. STULTS, ESQUIRE  
633 South Andrews Avenue  
Third Floor Litigation Building  
Fort Lauderdale, Florida 33301

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

TAMELA J. STULTS, ESQUIRE  
633 South Andrews Avenue  
Third Floor Litigation Building  
Fort Lauderdale, Florida 33301

ARTICLE IX - INDEMNIFICATION

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

447000017050

H97000017050

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 14<sup>th</sup> day of October, 1997.

  
Subscriber: TAMELA J. STULTS, ESQ.

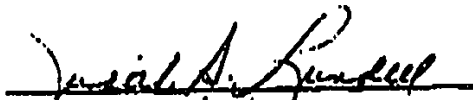
STATE OF FLORIDA     )  
                              )  
COUNTY OF BROWARD    )

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared TAMELA J. STULTS, ESQUIRE who produced a Florida Driver's license and known by me to be the person, did not take an oath, who executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 14<sup>th</sup> of October, 1997.

NOTARY PUBLIC

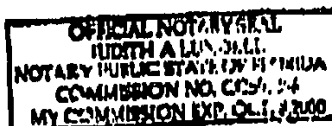
Sign:



Print:

JUDITH A. LONDELL

State of Florida at Large  
My Commission Expires:



H97000017050


447000017050

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE  
OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0345, Florida Statutes,  
the following is submitted:

FIRST that KEEPSAKE MANAGEMENT, CO. desiring to organize or  
qualify under the laws of the State of Florida, with its principal  
place of business at 4631 NW 31st Avenue, Ste. 124, Fort  
Lauderdale, Florida 33309, has named TAMELA J. STULTS, ESQUIRE,  
located at MASSA & STULTS, The Litigation Building, 633 South  
Andrews Avenue, Third Floor, Fort Lauderdale, Florida 33301, as its  
agent to accept service of process within Florida.

Dated: 10/14/97



TAMELA J. STULTS, ESQUIRE,  
SOLE INCORPORATOR & REGISTERED AGENT

Having been named to accept service of process for the  
above named 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 states relative to the  
proper performance of my duties.



TAMELA J. STULTS, ESQUIRE  
Florida Bar #0834572  
Registered Agent

FILED  
97 OCT 14 PM 2:11  
TALLAHASSEE, FLORIDA

b:art2peach

447000017050