

TRANSMITTAL LETTER

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**FILED**

**NOTE : Please provide the original and one copy of the Articles.**



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 17, 1997

**RITA DE CASSIA O. GUSMAO**  
12670 N.W. 14TH PLACE  
SUNRISE, FL 33323

**SUBJECT: SWEET CREATIONS, INC.**  
Ref. Number: W97000023740

We have received your document for SWEET CREATIONS, INC. and your check(s) totaling \$78.75. 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 administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 497A00050793

## ARTICLES OF INCORPORATION

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

**SWEET CREATIONS & GIFTS, INC.**

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**SWEET CREATIONS & GIFTS, INC.  
12670 N. W. 14th PLACE  
SUNRISE, FLORIDA 33323**

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at one time is:

The maximum number of shares that this corporation is authorized to have outstanding at any time is:

5,000 ( 5,000 ) shares of common stock, each having the par value of  
( \$1.00 ) each.

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**GLENN W. MORRIS  
10220 REFLECTIONS BLVD. W. #107  
SUNRISE, FLORIDA 33351**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V  
INCORPORATOR (S)**

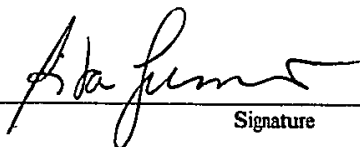
The name(s) and street address(es) of the incorporators to these Articles Of Incorporation is (are) :

**RITA de CASSIA O. GUSMAO**  
**12670 N. W. 14th PLACE**  
**SUNRISE, FLORIDA 33323**

The undersigned incorporator(s) has (have) executed these Articles Of Incorporation,

This 23rd Day Of October , 1997

( An additional Article must be added if effective date is requested )

X   
Signature

X \_\_\_\_\_  
Signature

**Notarization Is Not Required**

**Note: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

## **ARTICLE VI NATURE OF BUSINESS**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## **ARTICLE VII POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or imposed by applicable law or these Articles of Incorporation.

## **ARTICLE VIII TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

## **ARTICLE IX TITLE**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

## **ARTICLE X BYLAWS**

The Board of Directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

## **ARTICLE XI EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida..

## **ARTICLE XII AMENDMENT**

The Corporation reserves the right to amend , alter , change or repeal any provision contained in these Articles of Incorporation , or in any amendment hereto , or to add any provision to these Articles of Incorporation or to any amendment hereto , in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida , and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

## **ARTICLE XIII AMENDMENT TO ARTICLE III - SHARES OF STOCK**

- 3.1** No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class , or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may , in authorizing the issuance of shares of stock of any class , confer any preemptive right that the Board of Directors may deem advisable in the connection with such issuance.
- 3.2** The Board of Directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class , whether now or hereafter authorized , or securities convertible into shares of stock of any class , whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations , if any , as may be set forth in the Bylaws of the Corporation



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is : SWEET CREATIONS & GIFTS, INC.

2. The name and address of the Registered Agent and Office is :

GLENN W. MORRIS

( Name )

10220 REFLECTIONS BLVD. W. #107

( Mailing Address )

SUNRISE, FLORIDA 33351

( City / State / Zip )

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.*

  
( Signature )

10/23/97  
( Date )

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TALLAHASSEE, FLORIDA