

P98000068734



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 918281 79818A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG -6 PM 12:54

ORDER DATE : August 6, 1998

ORDER TIME : 10:44 AM

ORDER NO. : 918281-005

CUSTOMER NO: 79818A

3000002609389-1-9  
-08/06/98--01057--013  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Ms. Linda Schumacher  
TEW ZINOBER BARNES ZIMMET &  
UNICE  
2655 McCormick Drive

Clearwater, FL 33759

DOMESTIC FILING

NAME: SPARKLING ROSE COLLECTIBLES,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

RECEIVED  
98 AUG -6 AM 11:28  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

8/6/98

**ARTICLES OF INCORPORATION  
FOR  
SPARKLING ROSE COLLECTIBLES, INC.**

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ARTICLE I - NAME

The name of this corporation shall be Sparkling Rose Collectibles, Inc.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business under Chapter 607, Florida Statutes, as amended from time to time.

ARTICLE IV - AUTHORIZED STOCK

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

ARTICLE V - INITIAL REGISTERED AGENT

The name of the initial registered agent of the corporation is Mark Rister. The street address of the initial registered office of the corporation for service of process shall be 722 Pruitt Drive, Madeira Beach, Florida 33708.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation initially shall have three (3) directors. The number of directors may be increased or decreased from time to time in accordance with the bylaws, provided that the number of directors shall not be less than one person at any time. The name and address of the initial directors of the corporation are:

Mark Rister

722 Pruitt Drive  
Madeira Beach, Florida 33708

Janeene M. Cimini

1401 Marion Drive  
Glendale, California 91205

Edward D. Cimini, Jr.

1401 Marion Drive  
Glendale, California 91205

#### ARTICLE VII - INCORPORATOR

The name and address of each incorporator of the corporation is

Mark Rister

722 Pruitt Drive  
Madeira Beach, Florida 33708

#### ARTICLE VIII - PRINCIPAL OFFICE ADDRESS

The initial principal office and mailing address of the corporation shall be 722 Pruitt Drive, Madeira Beach, Florida 33708. The corporation reserves the privilege of having branch or other offices at places within or without the State of Florida.

#### ARTICLE IX - BY LAWS

The initial bylaws of the corporation shall be adopted by the board of director(s) at the organizational meeting. Thereafter the power to adopt, alter, amend, or repeal the bylaws shall be vested in the shareholders of the corporation.

#### ARTICLE X - POWERS

The corporation shall have all of the corporate powers enumerated in Chapter 607, Florida Statutes, as amended from time to time.

#### ARTICLE XI - PRE-EMPTIVE RIGHTS

No holder of stock of the corporation of any class shall have any preferential, pre-emptive or other rights to subscribe for or to purchase from the corporation any stock of the corporation of any class, whether or not now authorized, or to purchase any bonds, certificates of indebtedness, debentures, notes, obligations or other securities which the corporation may at any time issue, whether or not the same shall be convertible into stock of the corporation of any class or shall entitle the owner or holder to purchase stock of the corporation of any class.


#### ARTICLE XII - AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change, or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment thereto, in accordance with the laws of the State of Florida as amended from time to time. All rights conferred upon the shareholders of the corporation are granted subject to this reservation.

#### ARTICLE XIII - COMMENCEMENT OF CORPORATE EXISTENCE

The date of commencement of corporate existence for the above-named corporation shall be the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>th</sup> day of August, 1998.

  
\_\_\_\_\_  
Mark Rister

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of August, 1998, by Mark Rister, who is personally known to me or who has produced Florida Drivers License (type of identification) as identification.

Kathleen E. Roberts  
Signature of Person Taking Acknowledgment

Kathleen E. Roberts  
Name of Acknowledger Typed, Printed or Stamped

(NOTARY SEAL)

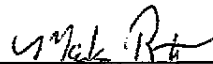
Notary Public, State of FLORIDA

CC472077  
Notarial Serial Number



**NOTICE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Pursuant to Section 607.0501, Florida Statutes, the undersigned hereby accepts designation as the initial registered agent for Sparkling Rose Collectibles, Inc., a Florida corporation, and hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation this 5<sup>th</sup> day of August, 1998.

  
\_\_\_\_\_  
Mark Rister  
722 Pruitt Drive  
Madeira Beach, Florida 33708  
(813) 397-5816

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