

JOSEPH E. GARRISON

Certified Public Accountant

P98000078317

September 1, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee FL 32314

900002632859--2  
-09/04/98--01119--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Please find enclosed Articles of Incorporation for Mountain Mist Importers, Inc. and a check for \$70.00.

If I can be of additional assistance, please contact me.

Sincerely yours,



Joseph E. Garrison  
Certified Public Accountant

FILED  
98 SEP -4 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-10-98  
MM

ARTICLES OF INCORPORATION  
OF  
MOUNTAIN MIST IMPORTERS, INC.

FILED  
98 SEP -4 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation shall be MOUNTAIN MIST IMPORTERS, INC.

ARTICLE II: DURATION

The corporation shall have a perpetual existence.

ARTICLE III: PURPOSE

The purpose of this corporation is to engage in the business of importing, wholesale, and retail sales of jewelry and any activity or business permitted by the laws of the State of Florida or the United States of America.

ARTICLE IV: STOCK

The maximum number of shares which this corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock at one dollar par value per share.

ARTICLE V: BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one. The Board of Directors shall have all powers authorized by the laws of the State of Florida and the United States of America. The name and address of the director constituting the Initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Roberta A. Garrison	2233 Nursery Road Clearwater, Florida 33764

ARTICLE VI: CORPORATE HEADQUARTERS

The corporate headquarters of this corporation shall be: 2233 Nursery Road, Clearwater, Florida 33764

#### ARTICLE VII: INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Agent office of this corporation shall be: 2233 Nursery Road, Clearwater, Florida 33764 and the initial Registered Agent of this corporation shall be Roberta A. Garrison who upon acceptance of said designation agrees to comply with the provisions of section 48.091, Florida Statutes, as amended, with respect to keeping an office open for service of process.

#### ARTICLE VIII: OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until successors are elected or appointed is:

<u>Name</u>	<u>Office</u>
Roberta A. Garrison 2233 Nursery Road Clearwater Florida 33764	President, Treasurer, & Secretary

#### ARTICLE IX: PREEMPTIVE RIGHTS

Each stockholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase for, at par value thereof, a pro rata portion of

(1) Any stock that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock the corporation acquired by it after issuance thereof, and whether issued for cash, labor done, personal property, or real property or leased thereof; or

(2) Any obligation that the corporation may issue or sell which is convertible into exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe or purchase instruments from the corporation any shares of its stock of any class or classes.

## ARTICLE X

It is the intent of the Incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code, as amended, and shall take all actions necessary to obtain and maintain its federal tax status as an 'S' corporation.

### Article XI: INCORPORATION

The name of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Roberta A. Garrison	2233 Nursery Road Clearwater, Florida 33764

CERTIFICATE OF INCORPORATION

STATE OF FLORIDA     )  
                                  )  
COUNTY OF PINELLAS   )

ss.

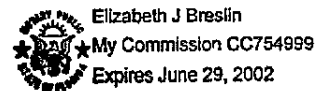
I hereby acknowledge the forgoing Articles of Incorporation of MOUNTAIN MIST IMPORTERS, INC.

Roberta A. Garrison  
Roberta A. Garrison  
Incorporator

The foregoing Articles of Incorporation of MOUNTAIN MIST IMPORTERS, INC.. were acknowledged before me, this 1<sup>st</sup> day of September 1998, by Roberta A. Garrison as incorporator, who produced a Florida Driver License as identification.

Elizabeth J. Breslin  
Notary Public

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

STATE OF FLORIDA     )  
                                  )  
COUNTY OF PINELLAS   )

ss.

Having been named to accept service of process for MOUNTAIN MIST IMPORTERS, INC.. at the place designated in the articles of Incorporation, I hereby agree to act in said capacity, and agree to comply with the provisions of Section 48.091, Florida Statutes, as amended, relative to keeping open such office, this 1<sup>st</sup> day of September 1998.

Roberta A. Garrison  
Roberta A. Garrison  
Incorporator

Acknowledged before me, this 1<sup>st</sup> day of September 1998, by Roberta A. Garrison, who produced a Florida Driver License as identification.

Elizabeth J. Breslin  
Notary Public

My Commission Expires:

