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STEPHEN EDWARD SILKOWSKI

Attorney at Law
7077 Bonneval Rd. Ste. 200
Jacksonville, FL 32216-6010
Tel. (904) 296-8687
Fax (904) 296-7710
ssilkowski@aol.com

December 22, 1998

FILED
98 DEC 24 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
P O BOX 6327
TALLAHASSEE FL 32314
Overnight:
409 E GAINES ST
TALLAHASSEE FL 32399

600002721726--8
-12/24/98-01031-014
****122.50 *****78.75

RE: River City Gift and Specialty, Inc.,

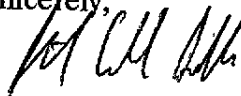
Ladies and Gentlemen;

I am enclosing the original and one copy of the Articles of Incorporation of River City Gift and Specialty, Inc., together with a check in the amount of \$122.50 to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	<u>\$122.50</u>

Please forward the certified copy to me after you have approved the enclosed Articles.

Sincerely,



Stephen Edward Silkowski, Esq.

By U.S. Mail
Encls.

SHARON

DEC 24 1998

**ARTICLES OF INCORPORATION OF
RIVER CITY GIFT AND SPECIALTY, INC.,**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

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TALLAHASSEE, FLORIDA

**ARTICLE ONE
NAME**

The name of the corporation is RIVER CITY GIFT AND SPECIALTY, INC.

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 1316 Morgana Road, Jacksonville, Florida 32211.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSE**

The general purpose for which the corporation is organized is to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 750. Such shares shall be of a single class, and shall have a par value of \$10.00 per share.

The common stockholders of this corporation may enter into written agreements subjecting the disposition or transfer of all or any common stock of this corporation to reasonable restraints by sale, assignment, pledge, will, inter-vivos gift, or any other method of transfer or encumbrance of said common stock. Holders of the common stock may include in their agreement between themselves the following as matter of

agreement:

(a) Any reasonable limitation upon the transferability, assignment, or pledge of said common stock.

(b) The conferring of pre-emptive rights of purchase upon officers and/or common stockholders as conditions precedent to the sale, assignment, bequest, gift or pledge of said common stock.

In the event that the holders of common stock of this corporation enter into an agreement wherein they impose reasonable restraints upon the transferability of the common stock of this corporation, such stock shall not be eligible for transfer on the books of this corporation unless and until all of the terms and conditions of such agreement are met.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 7077 Bonneval Road, Suite 200, Jacksonville, Florida, and the name of its initial registered agent at such address is STEPHEN EDWARD SILKOWSKI, Attorney at Law.

ARTICLE SEVEN INCORPORATOR

The name and address of the incorporator is

WILLIAM J. STAZENSKI 1316 Morgana Road, Jacksonville, Florida 32211

Executed by the undersigned at Jacksonville, Duval County, Florida, on December 11, 1998.


WILLIAM J. STAZENSKI, Incorporator

STATE OF FLORIDA

COUNTY OF DUVAL

Acknowledged before me by WILLIAM J. STAZENSKI on December 11, 1998, who is personally known to me or has produced the following identification:



STEPHEN EDWARD SILKOWSKI
COMMISSION # CC 542181
EXPIRES MAY 11, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.




Notary Public, State of Florida
My Commission Expires:
My Commission Number:

STEPHEN EDWARD SILKOWSKI
COMMISSION # CC 542181
EXPIRES MAY 11, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

**STEPHEN EDWARD SILKOWSKI'S ACCEPTANCE OF REGISTERED AGENCY FOR
RIVER CITY GIFT AND SPECIALTY, INC.**

Having been named to accept service of process for the above corporation at the place designated in the articles of incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


STEPHEN EDWARD SILKOWSKI,
Registered Agent
7077 Bonneval Rd. Ste. 200
Jacksonville, FL 32216-6010
Fla. Bar No. 0899747

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