



THE UNITED STATES
CORPORATION
COMPANY

P99000044193

ACCOUNT NO. : 072100000032

REFERENCE : 234897 105581A

AUTHORIZATION :

COST LIMIT : \$ 78.75

99 MAY 10 PM 1:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 10, 1999

ORDER TIME : 4:27 PM

ORDER NO. : 234897-005

CUSTOMER NO: 105581A

100002870451--7

CUSTOMER: Len Aronoff, Esq
LEN ARONOFF, ESQ
LEN ARONOFF, ESQ
1947 Lee Road

Winter Park, FL 32789

DOMESTIC FILING

NAME: A&G GIFT SHOP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

99 MAY 10 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

PH 5/14/99

W99-10938



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 11, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: A & G GIFT SHOP, INC.
Ref. Number: W99000010938

We have received your document for A & G GIFT SHOP, INC. and the authorization to debit your account in the amount of \$. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 599A00025613

RESUBMIT

Please give original
submission date as file date.

RECEIVED
99 MAY 14 PM 12:16
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
99 MAY 10 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

A & G GIFT SHOP, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of the corporation is:

A & G GIFT SHOP, INC.

The mailing address of the corporation is :

12205 Apopka-Vineland Road
Orlando, FL 32836

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The general purpose for which the corporation is organized is to engage in general and related business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country. Additionally, to engage in any business or occupation that is lawful in the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 50 mil shares of common stock and 10 mil shares of preferred stock, with a par value of .0001 per share. All shares shall be issued upon incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Len Aronoff, Esq.
1947 Lee Road
Winter Park, Florida 32789

Initial Principal Office:
12205 Apopka-Vineland Road
Orlando, FL 32836

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The name and address of the initial director is:

Anwar Mohamed
12205 Apopka-Vineland Road
Orlando, FL 32836

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Anwar Mohamed
12205 Apopka-Vineland Road
Orlando, FL 32836

ARTICLE VIII - INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX - AMENDMENT OF THE ARTICLES

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

EXECUTED by the undersigned at Orlando, Florida, this 3rd day of May, 1999.



ANWAR MOHAMED

**STATE OF FLORIDA:
COUNTY OF ORANGE:**

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared Anwar Mohamed, to me known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 3rd day of May, 1999.

CYNTHIA JO BURT
Notary Public, State of Florida
My comm. exp. Dec. 27, 2002
Comm. No. CC799343


Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I, Len Aronoff, Esq., agree to accept the designation of Registered Agent for A & G GIFT SHOP, INC., and as such Registered Agent, I agree to accept Service of Process and to comply with all other requirements of Florida Statute, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 3rd day of May, 1999.


LEN ARONOFF, ESQ.

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared Len Aronoff, to me known to be the person described as the subscriber, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and seal this 3rd day of May, 1999.


Notary Public

My Commission Expires:

CYNTHIA JO BURT
Notary Public, State of Florida
My comm. exp. Dec. 27, 2002
Comm. No. CC799343

FILED

99 MAY 10 PM 1:22

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA, AND NAMING THE REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Statutes 48.091 and 607.034 of the Florida

Statutes, the following is submitted:

A & G GIFT SHOP, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business in the County of Orange, State of Florida, has named LEN ARONOFF, ESQ., located at 1947 Lee Road, Winter Park, Florida 32789, as its Registered Agent to accept service of process within the State of Florida.

DATED this 3rd day of May, 1999.


A & G Gift Shop, Inc.

By: 

Anwar Mohamed

Having been named to accept service of process for the above state corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 3rd day of May, 1999.


LEN ARONOFF