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June 21, 1999

State of Florida  
Secretary of State  
Division of Corporations  
Attention: DORIS BROWN  
P. O. Box 6327  
Tallahassee, FL 32314

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-06/11/99--01056--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: A DISTINCTIVE OCASSION, INC.

Dear Ms. Brown:

Enclosed please find the corrected Certificate of Resident Agent for the referenced corporation.

Thank you for your attention and assistance with this matter. Should you have any questions, or if anything additional is required, please do not hesitate to contact me.

Sincerely,

*William Gottfried*

William E. Gottfried

(signed in Mr. Gottfried's absence to avoid delay)

WEG/ad

Enclosure

99 JUN 11 PM 12:54  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BROWN JUN 24 1999

**ARTICLES OF INCORPORATION  
OF  
A DISTINCTIVE OCASSION, INC.**

FILED  
99 JUN 11 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

**A DISTINCTIVE OCASSION, INC.**

**ARTICLE II**

The duration of this corporation is to be perpetual.

**ARTICLE III**

**Purposes**

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE IV**

**Capital Stock**

The total authorized stock of this corporation shall be divided into 100 shares of common stock with a par value of \$1.00 per share. The consideration to be paid for each share shall be in money, property or services.

**ARTICLE V**

**Registered Agent and Address**

The registered agent for this corporation and the registered address of this corporation are as follows:

**VERONICA WHITNEY  
7500 Ulmerton Road, Unit #4  
Largo, Florida 33771**

**ARTICLE VI**

**Directors and Principal Office**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name of the initial Board of Directors is VERONICA WHITNEY. The principal office is located at:

**7500 Ulmerton Road, Unit #4  
Largo, Florida 33771**

**ARTICLE VII**

***Preemptive Rights***

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VIII**

**Incorporators**

The name and address of the incorporator signing these Articles of Incorporation is: VERONICA WHITNEY, 7500 Ulmerton Road, Unit #4, Largo, Florida 33771.

**ARTICLE IX**

**Indemnification**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE X**

**Bylaws**

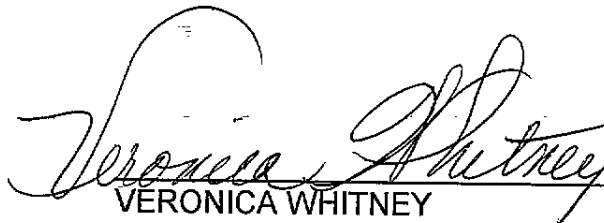
The power to adopt, alter, amend and/or repeal bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE XI**

**Amendments**

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders' meeting by the majority of the stockholders entitled to vote thereat.

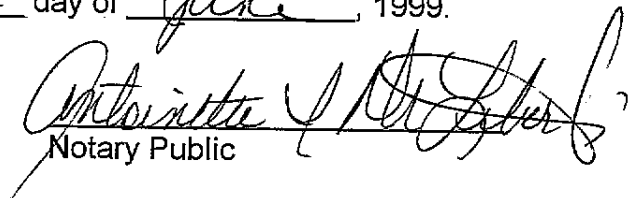
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal  
for and on behalf of the corporation and executed these Articles of Incorporation this  
8 day of June, 1999.

 (Seal)  
VERONICA WHITNEY

STATE OF FLORIDA

COUNTY OF PINELLAS

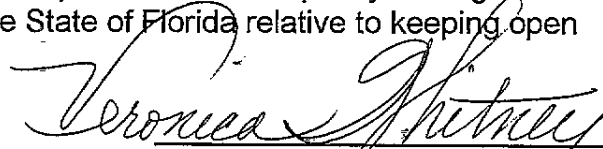
BEFORE ME, a Notary Public authorized to take acknowledgments in the  
State and County set forth above, personally appeared VERONICA WHITNEY to be  
the person who executed the foregoing Articles of Incorporation and he acknowledged  
before me that she executed those Articles of Incorporation for the purposes therein  
expressed. IN WITNESS WHEREOF, I have set my hand and affixed my official seal,  
in the State and County aforesaid this 8th day of June, 1999.

  
Notary Public



**CERTIFICATE OF RESIDENT AGENT**

In the pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act: A DISTINCTIVE OCASSION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the County of Pinellas, State of Florida has named VERONICA WHITNEY, 7500 Ulmerton Road, Unit #4, Largo, Florida 3771, County of Pinellas, State of Florida as its agent to accept service of process within this state. Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.



VERONICA WHITNEY  
Resident Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA