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October 26, 1999

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
Florida Secretary of State  
Post Office Box 6327  
Tallahassee, FL 32314

Re: **Cherished Treasures, Inc.**  
**Articles of Incorporation**

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for Cherished Treasures, Inc., for filing. My firm's check in the amount of \$78.75 is enclosed to cover your fees for the following:

Filing fee, Articles:	\$35.00
Designation of Registered Agent:	35.00
Certified copy of Articles under seal:	<u>8.75</u>
	\$78.75

I enclosed a stamped, self-addressed envelope for your use in returning the certified copy to us. Thank you for your attention in this matter. Should you have any questions, please do not hesitate to call me at 813/623-3999.

Sincerely,

*Clifford R. Opp, Jr.*

Clifford R. Opp, Jr.

CROJr/lw  
enclosures1

SIGNED IN ATTORNEY'S  
ABSENCE TO AVOID DELAY lw

FILED  
99 OCT 28 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
10-29-99  
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**ARTICLES OF INCORPORATION**  
**OF**  
**CHERISHED TREASURES, INC.**

**FILED**  
99 OCT 28 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I**

**NAME AND PRINCIPAL ADDRESS OF CORPORATION**

The name of this corporation shall be **CHERISHED TREASURES, INC.**, and the principal address of the corporation is 4111 Quail Briar Drive, Valrico, Florida, 33594.

**ARTICLE II**

**COMMENCEMENT AND DURATION**

The Corporation shall commence to exist as of the date of the filing of these Articles of Incorporation with the Secretary of State's Office, and shall exist perpetually thereafter until dissolved.

**ARTICLE III**

**PURPOSE**

The corporation is organized for the purpose of operating a consignment shop and transacting any and all lawful business.

#### **ARTICLE IV**

##### **STATED CAPITAL**

The corporation is authorized to issue 100 shares of common stock having \$1.00 par value per share.

#### **ARTICLE V**

##### **BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the By-Laws of the corporation.

The names and street addresses of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

BARBARA J. BORCHERS  
4111 Quail Briar Drive  
Valrico, FL 33594

DARLENE B. BENNETT  
3246 Bloomingdale Villas Court  
Brandon, FL 33511

## **ARTICLE VI**

### **INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

## **ARTICLE VII**

### **BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend, or repeal any By-Laws adopted by the shareholders if the shareholders provide that the By-Laws shall not be altered, amended or repealed by the Board of Directors.

## **ARTICLE VIII**

### **AMENDMENT**

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

## **ARTICLE IX**

### **INCORPORATORS**

The name and address of the incorporator to these Articles of Incorporation is as follows:

BARBARA J. BORCHERS  
4111 Quail Briar Drive  
Valrico, Florida 33594

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4111 Quail Briar Drive, Valrico, Florida, 33594, and the name of the initial registered agent of the corporation at that address is BARBARA J. BORCHERS.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation, on this 26th day of October, 1999.

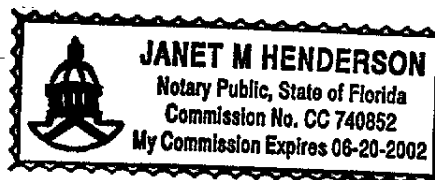
Barbara J. Borchers  
BARBARA J. BORCHERS

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, this 26th day of October, 1999, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared BARBARA J. BORCHERS, \_\_\_\_\_ who is personally known to me or ☒ who has produced FLA. DIL as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, has acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

Janet M. Henderson  
Print Name: Janet M. Henderson  
NOTARY PUBLIC, State of Florida  
at Large.

ARTICLES OF INCORPORATION  
OF CHERISHED TREASURES, INC.



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**  
99 OCT 28 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act;

First - - That BARBARA J. BORCHERS, desiring to organize under the laws of the State of Florida with its principal place of business in Hillsborough County, Florida, has named BARBARA J. BORCHERS, located at 4111 Quail Briar Drive, Valrico, Florida, 33594, as its agent to accept service of process within this state.

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

  
\_\_\_\_\_  
BARBARA J. BORCHERS, Registered Agent