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## FLORIDA PROFIT CORPORATION OR P.A.

BLOOMS &amp; BEANS, INC.

|                       |         |
|-----------------------|---------|
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ARTICLES OF INCORPORATION  
OF  
BLOOMS & BEANS, INC.  
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of BLOOMS & BEANS, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is BLOOMS & BEANS, INC. and the street address of the initial principal office of the Corporation is 711 NE 17<sup>th</sup> Road, Fort Lauderdale, Florida 33304.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of One Penny (\$.01) par value Common Stock.

Prepared By:  
William T. Coleman, Esq.  
Florida Bar Number: 0136415  
English, McCaughan & O'Bryan, P.A.  
Post Office Box 14088  
Ft. Lauderdale, FL 33301  
(954) 462-3300

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**ARTICLE IV**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301 and the name of the initial Registered Agent of the Corporation at that address is EMO Corporate Services, Inc.

**ARTICLE V**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have Two (2) Directors to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The names and addresses of the initial Directors of the Corporation are:

| <u>Name</u>   | <u>Address</u>                                            |
|---------------|-----------------------------------------------------------|
| Morgan Dancer | 711 NE 17 <sup>th</sup> Road<br>Fort Lauderdale, FL 33304 |
| Karin Peers   | 711 NE 17 <sup>th</sup> Road<br>Fort Lauderdale, FL 33304 |

**ARTICLE VI**

**INCORPORATOR**

The name and address of the Incorporator of the Corporation is Morgan Dancer, 711 NE 17<sup>th</sup> Road, Fort Lauderdale, Florida 33304.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of June, 2000.

  
Morgan Dancer, Incorporator

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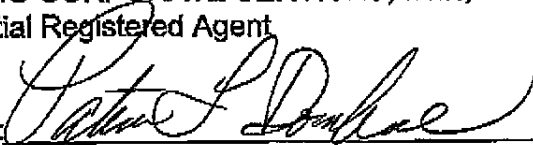
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for BLOOMS & BEANS, INC. at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC.,  
Initial Registered Agent

Dated: June 22, 2000

By: 

PATRICIA L. DONAHOE, Assistant Secretary

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