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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LAW OFFICES  
JOSHUA S. GALITZER  
PROFESSIONAL ASSOCIATION  
17101 N.E. 6TH AVENUE  
NORTH MIAMI BEACH, FLORIDA 33162  
TELEPHONE: (305) 653-3535  
TELEFAX: (305) 653-9752

JOSHUA S. GALITZER  
ADMITTED TO PRACTICE  
IN FLORIDA AND NEW YORK

January 27, 2003

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Articles of Incorporation  
JLT FLOWERS, INC.

Gentlemen:

We are enclosing for filing an original and a copy of the Articles of Incorporation for the above-named corporation.

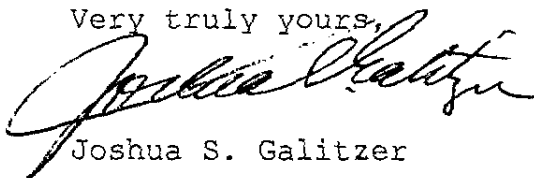
If everything is in order, please cause the original of the Articles of Incorporation to be duly filed and please furnish me with a receipted copy thereof.

Also enclosed is our check in the amount of \$70.00 to cover the following costs:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Total	\$ 70.00

Thank you for your cooperation.

Very truly yours,



Joshua S. Galitzer

JSG/ld  
Encs.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
JLT FLOWERS, INC.

The undersigned, a natural person competent to contract, for the purpose for forming a corporation under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is JLT FLOWERS, INC.

ARTICLE II - DURATION

The term of existence of the corporation is perpetual.

ARTICLE III - PURPOSE

The corporation shall be engaged in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 7,500, all of which shall be common shares with par value of \$1.00 per share. There shall be no cumulative voting.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to

subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - REGISTERED OFFICE

The street address of the initial registered office of the corporation is:

c/o JOSHUA S. GALITZER  
17101 N.E. 6th Avenue  
North Miami Beach, Florida 33162

and the name of the initial registered agent at such address is:

JOSHUA S. GALITZER.

ARTICLE VII - PRINCIPAL OFFICE

The initial street address of the principal office of the corporation in the State of Florida is:

c/o Jared Tuchinsky  
1351 N.E. 173 Street  
North Miami Beach, Florida 33162

but the Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VIII - DIRECTORS

8.01 The corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1).

8.02 The names and addresses of the members of the first Board of Directors are:

Howard Tuchinsky  
1000 Quayside Terrace  
Apt. 1905  
Miami Shores, FL 33138

Jared Tuchinsky  
1351 N.E. 173 Street  
North Miami Beach, FL 33162

Lawrence Tuchinsky  
1351 N.E. 173 Street  
North Miami Beach, FL 33162

Racquel Haupt  
138-43 68th Drive  
Flushing, NY 11367

The above directors of the corporation shall serve until their successors are elected and qualified to serve, pursuant to the corporation's bylaws.

ARTICLE IX - AMENDMENTS

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

ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Joshua S. Galitzer	17101 N.E. 6th Avenue North Miami Beach, FL 33162

IN WITNESS WHEREOF, the undersigned has set his signature and seal as a subscriber of JLT FLOWERS, INC. and has acknowledged and filed in the office of the Department of the State of Florida these Articles of Incorporation, this 27th day of January, 2003.

  
Joshua S. Galitzer

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CERTIFICATE OF REGISTERED AGENT  
OF  
JLT FLOWERS, INC.

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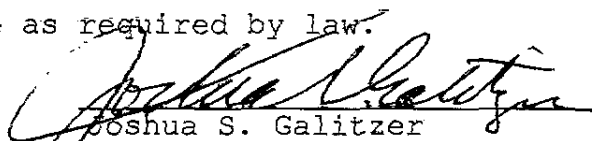
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

JLT FLOWERS, INC., a corporation organizing under the laws of  
the State of Florida with its principal office as indicated in the  
Articles of Incorporation at the City of North Miami Beach, Dade  
County, has named JOSHUA S. GALITZER, located at 17101 N.E. 6th  
Avenue, City of North Miami Beach, Miami-Dade County, State of  
Florida, as its registered agent to accept service of process  
within this State.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to  
keep office open during prescribed hours, to post my name in some  
conspicuous place in office as required by law.

  
Joshua S. Galitzer  
Registered Agent