

APR-15-96 MON 8:53 AM

P. 7

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TIME: 96  
 10:01 AM PUBLIC ACCESS SYSTEM ((H9600003259)) ELECTRONIC FILING COVER  
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 FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761  
 ((H96000005259)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
 NAME: QUALICARE ACADEMY, INC. FAX AUDIT NUMBER: H96000005259 CURRENT  
 STATUS: REQUESTED DATE REQUESTED: 04/15/1996 TIME REQUESTED:  
 10:01:51 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF  
 PAGES: 2 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00  
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*How for Pickup*

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 96 APR 15 PM 2:42  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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APR 15 1996  
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FILED  
06 APR 15 PM 2:42  
STATE OF FLORIDA

**ARTICLES OF INCORPORATION  
OF  
QUALICAME ACADEMY, INC.**

The undersigned incorporator hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purposes of forming a corporation under the Laws of the State of Florida.

**ARTICLE I NAME**

The name of the Corporation shall be:

**QUALICAME ACADEMY, INC.**

The mailing address of this corporation shall be 141 E. Riverside Drive, Unit 40, Jupiter, Florida 33469.

**ARTICLE II DURATION**

This Corporation shall exist in perpetuity.

**ARTICLE III PURPOSE**

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

**ARTICLE IV CAPITAL STOCK**

This Corporation is authorized to issue Five Thousand (5,000) Shares of Capital Stock with a par value of One Cent (\$0.01) per Share.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address in this State of the initial registered agent of the Corporation is 120 North U. S. Highway One, Tequesta, Suite 200, Florida 33469, and the name of the initial Registered Agent at that

address is Colleen Nelson Newhall.  
**COLLEEN NELSON NEWHALL, ESQUIRE**  
120 North U.S. Highway One - Suite 200  
Tequesta, Florida 33469  
Telephone 407-747-9608  
Florida Bar No. 0539292

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**ARTICLE VI**

**INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Directors are:

AINNE L. NELSON  
141 E. Riverside Drive  
Unit 40  
Jupiter, Florida 33469

EDWIN J. NELSON, JR.  
141 E. Riverside Drive  
Unit 40  
Jupiter, Florida 33469

**ARTICLE VII**

**INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is Colleen Nelson Newhall, Esquire, 120 North U.S. Highway One, Suite 200, Tequesta, Florida 33469.

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 10th day of April, 1996.

*Colleen Nelson Newhall*  
COLLEEN NELSON NEWHALL

SECRETARY OF STATE  
FLORIDA  
APR 16 1996  
PM 2:42

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Colleen Nelson Newhall, Esquire, having a business office at 120 North U.E. Highway One, Suite 200, Tequesta, Florida 33469, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

*Colleen Nelson Newhall*  
COLLEEN NELSON NEWHALL

# P.96000032586

*Qualificia Academy, Inc.*  
 Requestor's Name

*141 E. Riverside Dr., Unit 40*  
 Address

*Jupiter, Fl 33469*  
 City/State/Zip Phone #

*No Forwarding Address*

**FILED**  
 96 NOV 14 PM 12:45  
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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

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- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*N/C*

VS NOV 22 1996

Examiner's Initials	
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
  
QUALICARE ACADEMY, INC.**

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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

That Article 1 is hereby amended to change the name of the above-referenced corporation to hereafter be called:

**FLOWER & BASKET COMPANY, INC.**

**SECOND:** The date of the adoption of the amendment shall be September 1, 1996.

**THIRD:** Adoption of amendment(s) (check one)

This amendment was approved by the officers, directors and shareholders. The number of votes cast for the amendment was sufficient for approval.

SIGNED THIS 7<sup>th</sup> DAY OF September 1996.

SIGNATURE

  
\_\_\_\_\_  
AIMEE L. NELSON, PRESIDENT