

997 0000 41022

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
97 MAY -5 PM 1:12
TALLAHASSEE, FLORIDA

SUBJECT: Nguyen's Floral, Incorporated
(Proposed corporate name)

500002160325--8
-04/30/97--01062--011
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate
- \$122.50 Filing Fee & Certified Copy
- &131.25 Filing Fee, Certified Copy & Certificate

Please return the photocopy to me with the filing date stamped on it.

FROM: Thu-Trung Nguyen
11217 Bramblebrush Street
Tampa, FL 33624
(813) 961-9333

Handwritten signature/initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1997

THU TRUNG NGUYEN
11217 BRAMBLEBRUSH ST
TAMPA, FL 33624

SUBJECT: NGUYEN'S FLORAL, INCORPORATED
Ref. Number: W97000010113

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TALLAHASSEE, FLORIDA

We have received your document for NGUYEN'S FLORAL, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 197A00022928

Articles of Incorporation
of
Nguyen's Floral, Incorporated

The undersigned, being a natural person, does hereby act as incorporator in adopting the following articles of incorporation for the purpose of organizing a profit corporation pursuant to the provisions of the State of Florida Stock Corporation Act:

ARTICLE ONE

The name of the corporation shall be:

Nguyen's Floral, Incorporated

ARTICLE TWO

The term for which this corporation shall exist shall be perpetual.

ARTICLE THREE

The general nature of the business to be transacted by the corporation and the purpose for which it is formed are to be as follows:

- (a) Retail sales in the State of Florida pursuant to the laws of Florida and the U.S.A.
- (b) To do any activity as corporation organized under chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and every thing necessary, suitable, convenient, or proper for, or in connection

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with, or incident to, accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry on any and every lawful activity in any manner whatsoever not prohibited by law, whether or not the same to be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

- (c) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and to recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 1000 shares at a par value of \$0.01 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable as lawful money of the United States of America, or property, at a just valuation to be fixed by the stockholders.

ARTICLE FIVE

The sale of common stock of the corporation shall be restricted except by mutual agreement of all stockholders.

ARTICLE SIX

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

ARTICLE SEVEN

The business of the corporation shall be managed by its officers, who shall be elected annually by the stockholders of the corporation. The initial officers of the corporation shall be as follows:

PRESIDENT:	Van-Uyen Nguyen 17036 Winner Circle Odessa, FL 33556
VICE-PRESIDENT:	Thu-Trung Nguyen 11217 Bramblebrush Street Tampa, FL 33624
SECRETARY/TREASURER:	Bang-Thanh Nguyen 821 Jordan Avenue Sebastian, FL 32958

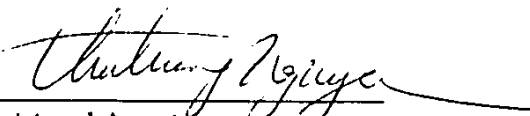
ARTICLE EIGHT

The registered agent and registered office, which is the same as a principal office, of this corporation shall be:

Thu-Trung Nguyen
11217 Bramblebrush Street
Tampa, FL 33624

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent for said corporation and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with the accept the obligations of my position as registered agent.

Dated 4/26/97


Registered Agent

ARTICLE NINE

The initial Board of Directors shall have 2 member(s) whose name(s) and address(es) is/are as follows:

Name	Address
Van-Uyen Nguyen	17036 Winner Circle Odessa, FL 33556
Thu-Trung Nguyen	11217 Bramblebrush Street Tampa, FL 33624

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

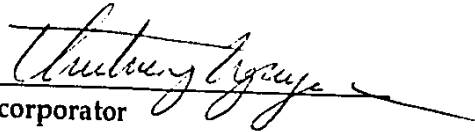
ARTICLE TEN

The name and address of the person signing these Articles of Corporation as subscriber is as follows:

Thu-Trung Nguyen
11217 Bramblebrush Street
Tampa, FL 33624

Dated

4/26/97


Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

*Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the under-
signed corporation, organized under the laws of the state of Florida, submits the following
statement in designating the registered office/registered agent, in the state of Florida.*

1. The name of the corporation is: Nguyen's Floral Incorporated

2. The name and address of the registered agent and office is:

Thu-Trung N. Nguyen

(Name)

11217 Bramblebrush Street

(P.O. Box NOT acceptable)

Tampa, FL 33624

(City/State/Zip)

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*Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the appointment
as registered agent and agree to act in this capacity. I further agree to comply with the
provisions of all statutes relating to the proper and complete performance of my duties, and
I am familiar with and accept the obligations of my position as registered agent.*

SIGNATURE

Thu-Trung N. Nguyen

DATE

4/26/97