

Patricia Woolcock
4770 NW 6th Place
Coconut Creek, Fl 33063

P97000086539

October 1, 1997

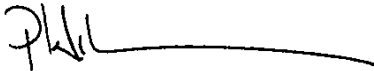
Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

Please find enclosed check in the amount of One Hundred Twenty Two dollars and Fifty Cents (\$122.50), for filing the attached Articles of Incorporation (**Photofloral Creations, Inc.**).

Should there be any questions, please do not hesitate to call me.

Sincerely,



Patricia Woolcock

Encl.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RP
10.7.97

ARTICLES OF INCORPORATION

OF

PHOTOFLORAL CREATIONS, INC.

The undersigned subscriber(s) to these Articles of Incorporation, are natural persons competent to contract, and hereby form a corporation under the laws of the State of Florida

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DIVISION OF CORPORATIONS

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ARTICLE I. NAME

The name of the corporation shall be

PHOTOFLORAL CREATIONS, INC.

The principal place of business of this corporation shall be 4770 NW 6th Place,
Coconut Creek, FL 33063.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful business or activities as permitted under the laws of the United states, the State of Florida or any other State.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 (one hundred) shares of common stock having a \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4770 NW 6th Place, Coconut Creek, FL 33063, and the name of the registered agent at that address is **Patricia Woolcock**.

ARTICLE V. TERM OF EXISTENCE

This corporation shall exist perpetually. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporation that the corporation will qualify under section 1362 of the Internal Revenue Code and that the corporation will file as a Sub-Chapter S Corporation.

ARTICLE VII. DIRECTORS

The names and post office address of the members of the first Board of Directors; these said people are the subscribers of these Articles of Incorporation:

NAME	TITLE	POST OFFICE ADDRESS
Patricia Woolcock	President	4770 NW 6th Place Coconut Creek, Fl 33063
Donovan Barrant	Vice President	4770 NW 6th Place Coconut Creek, Fl 33063

ARTICLE VIII.

The name and post office address of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration thereof, the proceeds of which amount to One Hundred Dollars (\$100.00) are:

NAME	ADDRESS	# SHARES	VALUE
Patricia Woolcock	4770 NW 6th Pl Coconut Creek, Fl	51	\$51.00
Donovan Barrant	2909 Midland Pl Miramar, Fl	49	\$49.00

ARTICLE IX. OTHER PROVISION

The corporation shall have the power to enter into, for the benefit of its employees, one or more of the following; (a) a pension plan, (b) a profit-sharing plan; (c) a stock bonus plan; (d) a thrift and savings plan; (e) a restricted stock option plan; or (f) other retirement or incentive compensation plans.

State of Florida

County of Broward

Before Me, The undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, **Patricia Woolcock, and Donovan Barrant**, personally appeared to me, well known to be person(s) who executed the foregoing articles of Incorporation and they executed the same freely and voluntarily for the purposes therein expressed.

Witness my hand and official seal this 1st day of October, 1997 at Fort Lauderdale, Broward County.



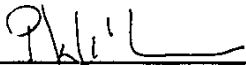
Notary Public, State of Florida

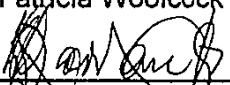


HOWARD DANIELS
My Commission CC357649
Expires Apr. 04, 1998
Bonded by HAI
800-422-1555


In Witness whereof, we, the undersigned, being the original subscribers to the capital stock herein above named, for the purpose of forming a corporation to do business in the state of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares, herein above set forth, and hereunto set our hand seals this _____^{1st} day of _____ October _____, 1997.

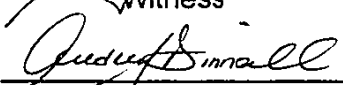
Signed, Sealed and Delivered



Patricia Woolcock


Donoyan Barrant



Witness


Witness

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Patricia Woolcock, Located at 4770 NW 6th Place, Coconut Creek, FI 33063
Having been named to accept service of process for the above state corporation, at the
place designated in this certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties, and I accept the duties and obligations of section 607.325
Florida statutes.



Patricia Woolcock

10/1/97

Date