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LAZARUS CORPORATE FILING SERVICE, INC.  
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 MIAMI, FLORIDA (305) 552-5973  
 (City, State, Zip) (Phone #)  
 LOCAL REPRESENTATIVE TALLAHASSEE

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 -07/15/98--01028--023  
 \*\*\*\*\*78.50 \*\*\*\*\*78.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SUNDEW FLOWERS, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

FILED  
 98 JUL 15 PM 1:01  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

- Walk in  Pick up time 2:05  Certified Copy  
 Mail out  Will wait  Photocopy  Certificate of Status

NEW FILINGS	
<input checked="" 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

98 JUL 15 AM 11:15  
 TALLAHASSEE FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLES I, NAME

The name of this corporation shall be:

SUNDEW FLOWERS, INC.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, of One Dollar (\$100) par value.

ARTICLE V, TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial street address in this State of the principal office of the corporation shall be:

2914 NW 72nd. Ave.  
Miami, FL 33122

and the name of the initial registered agent of this corporation at this address is Beatriz Posada.

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**ARTICLE VI, INITIAL DIRECTORS**

This corporation shall have 1 director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but never be less than one; The name and address of the initial directors are:

Beatriz Posada 2914 NW 72nd Ave. ..  
Miami, Fl 33122

**ARTICLE VII, INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Beatriz Posada	2914 NW 72nd. Ave. Miami, FL 33122

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th. day of July 1998.

IN WITNESS WHEREOF, the undersigned, as subscribing  
incorporator, have hereunto set our hands and seals this 13th  
day of July 1998 for the purpose of forming this  
Corporation under the laws of the State of Florida, and hereby  
make and file, in the office of the Secretary of State of  
Florida, these Articles of Incorporation, and certify that the  
facts herein stated are true and correct.



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Beatriz Posada

Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: \_\_\_\_\_

SUNDEW FLOWERS, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

BEATRIZ POSADA  
(NAME)

2914 NW 72nd. Ave.  
(P.O. BOX NOT ACCEPTABLE)

Miami, FL 33122  
(CITY/STATE/ZIP)

SIGNATURE \_\_\_\_\_

*Beatriz Posada*

DATE \_\_\_\_\_

*7/13/98*

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 \_\_\_\_\_

*Beatriz Posada*

DATE \_\_\_\_\_

*7/13/98*

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