

PP9000054509

TRANSMITTAL LETTER

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

SUBJECT: HAPPY BUNCH FLOWERS, INC.
(Proposed corporate name - must include suffix)

300002904423--4
-06/15/99--01009--003
*****87.50 *****87.50

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~~^{\$7.50}
Filing Fee
& Certified Copy
Additional Copy Required

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: MARCOS AND SAGRARIO SILVEIRA
Name (printed or typed)

21511 SW 90 Ave
Address

MIAMI FL 33189
City, State & Zip

(305) 378-1966 / (305) 323-0185
Daytime Telephone number

FILED
99 JUN 15 AM 8:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

HAPPY BUNCH FLOWERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11320 SW 186 ST
MIAMI FL 33157

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TALLAHASSEE, FLORIDA

ARTICLE III SHARES

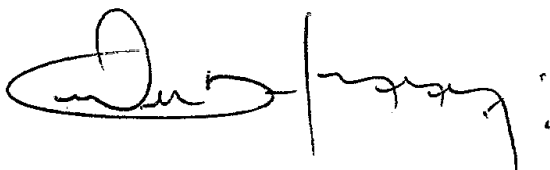
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MARCOS SILVEIRA
11320 SW 186 ST
MIAMI FL 33157



ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

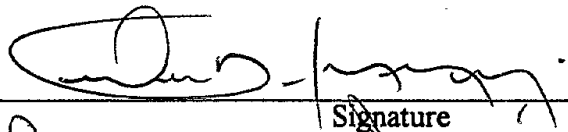
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MARCOS SILVEIRA
11320 SW 186 ST
MIAMI FL 33157

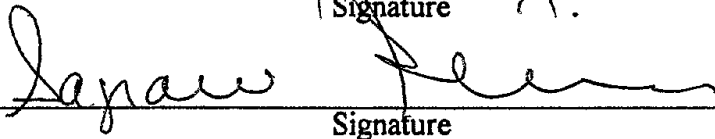
SAGRARIO SILVEIRA
11320 SW 186 ST
MIAMI FL 33157

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

10th day of JUNE, 19 99



Signature



Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
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: HAPPY BUNCH FLOWERS, INC.
2. The name and address of the registered agent and office is:

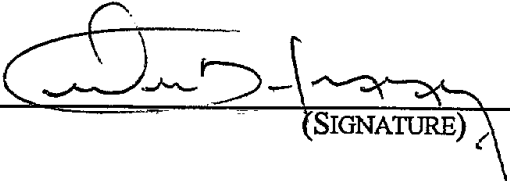
MARCOS SILVEIRA
(NAME)

11320 SW 186 ST
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI FL 33157
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

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)

06/10/99
(DATE)