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JUN-22-99 10:06AM

FROM-AKERMAN SENTERFITT & EIDSON

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T-423

P.01/04

F-923

99 JUN 22 11:01
DIVISION OF CORPORATIONS

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4000

From: Angelica M. Calabrese

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
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Fax Number : (305) 374-5095

FILED
99 JUN 22 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

FLORAFAX INTERNATIONAL, INC.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$52.50

NC
BB
6/22

Fax Audit No.H99000015074 0

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FLORAPAX INTERNATIONAL, INC.

1. _____
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE
Incorporated under laws of
3. NOVEMBER 17, 1975
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? APRIL 30, 1999

GERALD STEVENS, INC.

5. _____
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Jeff Mattson
Signature

JUNE 18, 1999

Date

Jeff Mattson
Typed or printed name

VP

Title

FILED
99 JUN 22 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN-22-99 10:07AM FROM-AKERMAN SENTERFITT & EIDSON
Fax Audit No.H99000015074 0

+3053745095

T-423 P.03/04 F-923

State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "GERALD STEVENS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-NINTH DAY OF OCTOBER, A.D. 1970, AT 10 O'CLOCK A.M.

CERTIFICATE OF AGREEMENT OF MERGER, FILED THE FOURTEENTH DAY OF DECEMBER, A.D. 1970, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-NINTH DAY OF AUGUST, A.D. 1974, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "SPOTTS FLORAFAX CORPORATION" TO "FLORAFAX INTERNATIONAL, INC.", FILED THE TWENTY-NINTH DAY OF AUGUST, A.D. 1974, AT 10:05 O'CLOCK A.M.

CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-NINTH DAY OF APRIL, A.D. 1977, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT FILED THE SECOND DAY OF MAY A D

State of Delaware

PAGE 1

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CERTIFICATE OF OWNERSHIP, FILED THE TWENTY-NINTH DAY OF APRIL, A.D. 1977, AT 10 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE SECOND DAY OF MAY, A.D. 1983, AT 9 O'CLOCK A.M.

0764413 8310

991244929



9811034

06-17-99

Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

Office of the Secretary of State

RESTATED CERTIFICATE, FILED THE SIXTH DAY OF JANUARY, A.D. 1987, AT 10 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1988, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-FOURTH DAY OF JANUARY, A.D. 1994, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, FILED THE EIGHTEENTH DAY OF NOVEMBER, A.D. 1997, AT 2:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "FLORAFAX INTERNATIONAL, INC." TO "GERALD STEVENS, INC.", FILED THE THIRTIETH DAY OF APRIL, A.D. 1999, AT 4:47 O'CLOCK P.M.

RESTATED CERTIFICATE, FILED THE SEVENTH DAY OF MAY, A.D. 1999, AT 11 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

0764413 8310

991244929

9811034

06-17-99

*Edward J. Freel*
Edward J. Freel, Secretary of State

AUTHENTICATION

DATE