

January 20, 1998

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 100002410161-9 -01/23/98-01047-001 ***1846.25 ***1846.25

Dear Sir/Madam:

Please find enclosed our application to transact business in Florida, along with a check in the amount of \$1,846.25 for the following:

Fee (based on capital)	\$1,750.00
Registered Agent	35.00
Certified Copy	52.50
Certificate	8.75
	\$1,846.25

Any questions should be directed to and the acknowledgement should be mailed to Bill McClure at 5425 Beaumont Center Blvd., Suite 920, Tampa, FL 33634 (813)243-1605.

Very truly yours,

Patricia A. Barnhart

98 JAN 23 AM 9: 15
SEDING ANT OF STATE
TALLAHASSEE, FLORIDA

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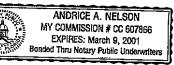
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APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. FLOWERS DIRECT, L. (Name of limited partnershi	IMITED PARTNERSHIP
(Name of minted partnersm	p as it is in the nome state)
(If name is unavailable, name under which the limited Florida; must contain the wo	partnership proposes to register or transact business in ord "LIMITED" or "LTD.")
3. DELAWARE 4. (State of Formation)	TANUARY 1, 1996 (Date of Formation)
5. WILLIAM C. McClure (Name of Registered Agent for Ser	
6. 5425 BEAUMONT CENTE	ER BLUD, SUITE 920
(Street Address of	Registered Office)
TAMPA	, Florida
(City)	, Florida 33634
7. Acceptance by the Registered Agent for Service of Pro	cess:
O O C. Agent thus sig	m on this line)
8. 5425 BEAUMONT CENTER	BLVD, SUITE 920
TAMPA, FL 33634 (Address of registered office required in state of form	Lation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
	5425 BEAUMONT CTE. BLVD, STE 928
FLORAL SENSATIONS, INC.	TAMPA, FL 33634
P95000056732	
10. FLOWERS DIRECT, LP 5425 E	BEAUMONT CENTER BLVD., STE 920
(Office where Names, Addresses and Cor	ntributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

12. 5425 BEAUMONT CENTER BLVD, SUITE 9.	20 , ,
TAMPA, FL 33634 (Mailing Address of Limited Partnership)	
Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the thereof and that the facts stated herein are true and correct.	e contents
This 19th day of January, 19 98.	
STATE OF Florida	
COUNTY OF Hellsburough	
On this 19th day of January, 1998. William McClure personally appeared by	
	efore me,
who is personally known to me	JAN
whose identity I proved on the basis of	23 SSEE
	H 35 6
Addice A All Sw (Notary Public Signature)	I S
ANDRICE A. NE/SON (Notary's Printed Name)	
Seal My Commission Expires: 3/9/0/	



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared
a general partner of FLOWERS DIRECT, LIMITED PARTNERSHIP, a (an) DELAWARE
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:
 The amount of capital contributions of the limited partners is \$ 623,880 . The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 623,880 .
Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and
that the facts stated herein are true and correct.
This 19th day of Tanuary, 19 98.
Westeral Partiner Westeral Partiner TASE 98 AND TO THE PARTINE 23
STATE OF <u>Florida</u>
COURTE OF A MARIANA STATE OF
10th ()
On this 19 day of flexuate, 19 d8, William We Clare, personally appeared before me,
who is personally known to me
whose identity I proved on the basis of
ANDRICE A. NELSON (Notary Public Signature) ANDRICE A. NELSON MY COMMISSION # CC 607866 EXPIRES: March 9, 2001 Bonded Thru Notary Public Underwriters (Notary's Printed Name)
Seal My Commission Expires: 3/9/0)