



THE UNITED STATES
CORPORATION
COMPANY

FOUO000005474

ACCOUNT NO. : 072100000032

REFERENCE : 849532 4344659

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 78.75

FILED
00 OCT -2 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 2, 2000

ORDER TIME : 10:46 AM

ORDER NO. : 849532-005

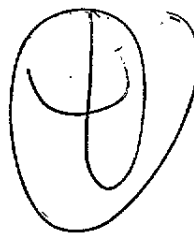
CUSTOMER NO: 4344659

CUSTOMER: Andrew Dunstan, Legal Asst
Greenberg Traurig, P.a.
Suite 300 East
777 South Flagler Drive
West Palm Beach, FL 33401

100003411001--4

FOREIGN FILINGS

NAME: HORTWORLD, INC.



XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
00 OCT -2 PM 12:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CONTACT PERSON: Jeanine Reynolds EXT 1133

BK 10/2

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE
OF FLORIDA:

1. HortWorld, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," "CORPORATION" or words or abbreviations
like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in
the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. "applied for"
(FEI number, if applicable)
4. September 13, 2000
(Date of Incorporation)
5. "perpetual"
(Duration: Year corp. will cease to exist or
"perpetual")
6. upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426
(Current mailing address)
8. To engage in any act or activity for which corporations may be organized under the Florida
Business Corporation Act.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box of Mail Drop Box **NOT**
acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, FL

32301
(Zip Code)

10. **Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation
at the place designated in this application, 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 relative to the proper
and complete performance of my duties, and I am familiar with and accept the obligations of my position
as registered agent.*

CORPORATION SERVICE COMPANY

By: BRIAN COURTNEY, ASST. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery
of this application to the Department of State, by the Secretary of State or other official having
custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

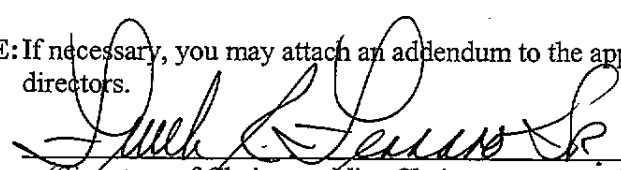
Director: Michael A. Ferraro
Address: 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426
Director: Frank C. Ferraro, Sr.
Address: 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426
Director: Irving Betrock
Address: 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426
Director: _____
Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President/CEO: Frank C. Ferraro, Sr.
Address: 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426
Secretary: Michael A. Ferraro
Address: 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426
Treasurer: Michael A. Ferraro
Address: 2240 W. Woolbright Road, Suite 323
Boynton Beach, FL 33426

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Frank C. Ferraro, Sr., President
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HORTWORLD, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2000.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA





Edward J. Freel, Secretary of State

3287203 8300

AUTHENTICATION: 0671842

001461216

DATE: 09-13-00