

F01000005209



ACCOUNT NO. : 072100000032

REFERENCE : 783363 728571

AUTHORIZATION : *Patricia Pzito*

COST LIMIT : \$ 87.50

FILED
01 OCT -4 PM 3:55
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : October 4, 2001

ORDER TIME : 2:35 PM

ORDER NO. : 783363-005

CUSTOMER NO: 7285713

CUSTOMER: Mr. Michael Hoffman
Mk Global Ventures
2471 East Bayshore Road
Suite 520
Palo Alto, CA 94303

BK

100004624031--2

FOREIGN FILINGS

NAME: AMAZON FLOWERS, INC.



XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

RECEIVED
01 OCT -4 PM 3:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Amazon Flowers, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of 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 3. 65-1050641
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 31, 2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1421 NW 89th Court, Miami, FL 33172
(Principal office address)
- 1421 NW 89th Court, Miami, FL 33172
(Current mailing address)

8. Any lawful act or activity for which a corporation maybe organized
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Lorna Greiffenstein

Office Address: Millennium Flowers Corporation
1421 NW 89th Court
Miami, Florida 33172
(City) (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.

Lorna Greiffenstein
(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Harry Davidson

Address: 1421 NW 89th Court

Miami, FL 33172

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS

President: Harry Davidson

Address: 1421 NW 89th Court

Miami, FL 33172

Vice President: N/A

Address: _____

Secretary: Lorna Greiffenstein

Address: 1421 NW 89th Court, Miami FL 33172

Treasurer: Lorna Greiffenstein

Address: 1421 NW 89th Court, Miami FL 33172

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

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

14. Lorna Greiffenstein, Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMAZON FLOWERS, 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 FOURTEENTH DAY OF SEPTEMBER, A.D. 2001.

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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3267660 8300

010456246

AUTHENTICATION: 1342656

DATE: 09-14-01