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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

4000001202074
-06/15/94--01037--007
*****20.00 *****20.00

SUBJECT: Lehrer's Flowers, Inc. (DBA ~~Associated Floral International~~)
(Name of corporation - must include suffix)

Dear Sir or Madam:

W94-13215

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Paul Ball
(Name of Person)
Lehrer's Flowers, Inc.
(Firm/Company)
3191 West 38th Avenue
(Address)
Denver, Colorado 80211
(City, State and Zip Code)

8000001239688
07/29/94--01024--001
*****200.00 *****200.00

Should you need to call someone concerning this matter, please call:

Paul Ball at (303) 433 - 6892
(Name of Person) Area Code & Daytime Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN -3 PM 12:42

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

W 1/3



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

June 15, 1994

PAUL BALL
LEHRER'S FLOWERS, INC.
3191 WEST 38TH STREET
DENVER, CO 80211

SUBJECT: LEHRER'S FLOWERS, INC.
Ref. Number: W94000013215

\$ 700.00
59-5755-2

We have received your document for LEHRER'S FLOWERS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that in order to do business under a name other than the corporate name, you must submit a Fictitious Name application. We are sending the proper application under separate cover.

Please return your document, along with a copy of this letter, within 60 days or



FLORIDA DEPARTMENT OF STATE

Jim Smith

Secretary of State

your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 994A00027940

*Send copy of Letter to Lee Rivers with \$700.00
check for \$200 annual fee + \$500 penalty,*



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

July 29, 1994

PAUL BALL
LEHRER'S FLOWERS, INC.
3191 WEST 38TH STREET
DENVER, CO 80211

SUBJECT: LEHRER'S FLOWERS, INC.
Ref. Number: W94000013215

We have received your document for LEHRER'S FLOWERS, INC. and your check(s) totaling \$70.00 . However, the document has not been filed and is being retained in this office for the following:

You must still submit a certificate of existence, as noted in our letter of June 15, 1994, a copy of which is attached. Please also note that, as stated in our previous letter, you must file a Fictitious Name application if the corporation transacts business under a name other than the corporate name. We have crossed out the words "(DBA Associated Floral International)" where it appears in your application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 594A00035095

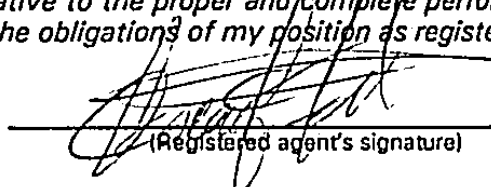
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

**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. Lehrer's Flowers, Inc. ~~TIMA Associated Floral International~~
(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. Colorado 3. 84-0446423
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 1950 5. "Perpetual"
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 1993
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 3191 West 38th Avenue
Denver, Colorado 80211
(Current mailing address)
8. Sale of floral, gift and related products, both wholesale and retail
(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:
Name: Sean Samuels
Office Address: 2718 N. W. 112th Avenue
Miami, Florida, 33172
(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.


(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:

A. DIRECTORS

Chairman: David G. Byerly

Address: 3191 West 38th Avenue

Denver, Colorado 80211

Vice Chairman: _____

Address: _____

Director: Russ Lynn

Address: 3191 West 38th Avenue

Denver, Colorado 80211

Director: Faith Byerly

Address: 3191 West 38th Avenue

Denver, Colorado 80211

B. OFFICERS

President: David G. Byerly

Address: Same as above

Vice President: Russ Lynn

Address: Same as above

Secretary: Russ Lynn

Address: _____


Treasurer: Faith Byerly

Address: 3191 West 38th Avenue

Denver, Colorado 80211

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.

David G. Byerly President

(Typed or printed name and capacity of person signing application)



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN -3 PM 12:42

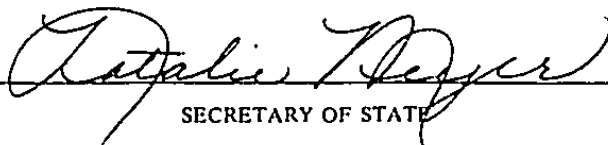
I, NATALIE MEYER, Secretary of State of the State of
Colorado hereby certify that

According to the records of this office

LEHRER'S FLOWERS, INC.
(COLORADO CORPORATION)

file # 871129583 was filed in this office on JULY 08, 1955,
and has complied with the applicable provisions of the
laws of the State of Colorado and on this date is in good
standing and authorized and competent to transact business
or to conduct its affairs within this state.

Dated: NOVEMBER 21, 1994



SECRETARY OF STATE