

CORPORATE
ACCESS,
INC.

L010000021472

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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12/12/01 11:00

(Signature)

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LLC

1.) Direct Floral Fulfillment, LLC

(CORPORATE NAME & DOCUMENT #)

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****155.00 ****155.00

2.) (CORPORATE NAME & DOCUMENT #)

3.) (CORPORATE NAME & DOCUMENT #)

4.) (CORPORATE NAME & DOCUMENT #)

5.) (CORPORATE NAME & DOCUMENT #)

APPROPRIATE
AND
FILED
01 DEC 12 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

10-21-01

CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!

Articles of Organization
Of
Direct Floral Fulfillment, L.L.C.

The undersigned, as the authorized representative of the initial members of Direct Floral Fulfillment, L.L.C., a Florida limited liability company (the "Company"), hereby forms a limited liability company under the laws of the State of Florida.

Article I – Name

The name of this Company is:

Direct Floral Fulfillment, L.L.C.

Article II– Principal Office

The mailing address and street address of the principal office of the Company is:

8416 NW 17th Street
Miami, Florida 33180

Article III– Duration

The Company shall commence its existence upon the filing of these Articles of Organization with the Secretary of the State of Florida. The Company shall have perpetual existence.

Article IV - Management

The Company shall be managed by a Manager and is, therefore, a Manager-managed company. The name and address of the initial Manager is:

Jose R. Azout
8416 NW 17 Street
Miami, Florida 33180

Article V – Admission of Additional Members

The Company may admit additional Members, with the approval of the Members, in accordance with the terms of the Operating Agreement of the Company.

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Article VI – Limitation on Agency Authority of Members

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

Article VII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

PAW000014047


Bolaños Truxton, P.A.
2121 Ponce de Leon Boulevard
Suite 600
Coral Gables, Florida 33134

Article VIII – Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Articles of Organization as the authorized representative of the initial Members of the Company as of this 11th day of December, 2001.

Authorized Representative:


Gregg S. Truxton

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
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**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of Direct Floral Fulfillment, L.L.C., in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Bolaños Truxton, P.A.

By: Gregg S. Truxton
Gregg S. Truxton

2121 Ponce de Leon Blvd., Suite 600
Coral Gables, Florida 33134

Dated: December 11, 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA