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Florida Department of State
Division of Corporations
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To: Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Petals for Peace Inc.

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7/20/12

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Petals for Peace Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Sheila Dang, Legalzoom.com, Inc.
Name (Printed or typed)

100 W. Broadway, Suite 100
Address

Glendale, CA 91210
City, State & Zip

800-773-0888
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

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DIVISION OF STATE
CORPORATIONS

12 JUL 19 PM 12:52

ARTICLE I NAME

The name of the corporation shall be:

Petals for Peace Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

220 Hampton Lane, Key Biscayne, Florida 33149

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

George Alexander Malavenda, P. D. 220 Hampton Lane, Key Biscayne, Florida 33149

Sebastian Malavenda, S. D. 255 Cranwood Drive Key, Biscayne, Florida 33149

Brian Lee, T. D. 803 Anastasia Avenue, Coral Gables Florida 33134

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

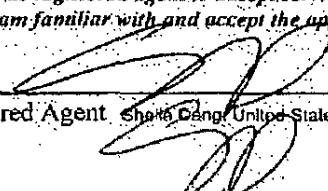
United States Corporation Agents, Inc., 13302 Winding Oaks Blvd., Suite A, Tampa, FL 33612

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Sheila Dang, Legalzoom.com, Inc., 101 N. Brand Blvd., 11th Floor, Glendale, CA 91203

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent  Sheila Dang, United States Corporation Agents, Inc.

Date

7/18/2012

Signature/Incorporator  Sheila Dang, LegalZoom.com, Inc., Assist. Secretary

Date

7/18/2012

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**Attachment to
Articles of Incorporation of
Petals for Peace Inc.**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: To raise money in order to help war torn countries and support peace initiatives. It will raise money through annual fundraising events, focused on using flowers and flower design in combination with fashion shows through ticket sales and corporate sponsorship of the events. It will also raise money through the sale of fresh cut flowers in mass market retailers and florist shops. The Petals for Peace logo will be licensed to flower growers, importers, designers, and event coordinators as a symbol of philanthropy and good growing practices. The companies that receive the license will have to be certified by Rainforest Alliance or another 3rd party agency to prove their flower growing, buying, and shipping practices are of the highest ethical and sustainable standards. They will then pledge 10% of their retail cost to the Petals for Peace Foundation.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of this organization shall be the carrying on propaganda, or otherwise attempting to influence legislation, and this organization shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.