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JANUARY 14, 2000

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-01/18/00--01134--018
*****78.75 *****78.75

RE: BEACH COTTAGE FLORIST AND GIFTS, INC.

Dear Ladies and Gentlemen:

Enclosed please find an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$78.75 is enclosed for filing fees.

Please file the original of the enclosed Articles of Incorporation and return a certified copy.

Very truly yours,

Vincent G. Mueller

VINCENT G. MUELLER
19229 Gulf Blvd.
Indian Shores, FL 33465
727/596-9910

33785

Enclosures

FILED
2000 JAN 18 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell JAN 25 2000

FILED

2000 JAN 18 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BEACH COTTAGE FLORIST AND GIFTS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

Article I: The name of the Corporation is Beach Cottage Florist and Gifts, Inc.

Article I.: The purpose for which this Corporation is organized is to transact any and all business for which corporations may be incorporated under the Laws of the State of Florida.

Article II.: The principal office is to be located at 19229 Gulf Boulevard, Indian Shores, Florida ~~34635~~ 33785

Article III.: The Corporation shall have the authority to issue 100 shares of Common Stock, each to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

Article IV.: Its registered office in the State of Florida is to be located at 19229 Gulf Boulevard, Indian Shores, Florida ~~34635~~ 33785. The registered agent in charge thereof is Vincent G. Mueller at this address.

Article V.: Names and mailing addresses of each incorporator is as follows:

NAME

POST OFFICE ADDRESS

Vincent G. Mueller

19229 Gulf Boulevard
Indian Shores, Florida ~~34635~~ 33785

Article VI.: The initial Board of Directors shall have two members whose names and addresses are as follows:

Vincent G. Mueller

19229 Gulf Boulevard
Indian Shores, Florida ~~34635~~ 33785

Theresa R. Mueller

19229 Gulf Boulevard
Indian Shores, Florida ~~34635~~ 33785

The number of directors may be modified by amendment of the Bylaws.

Article VII.: The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Corporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Vincent G Mueller

STATE OF FLORIDA

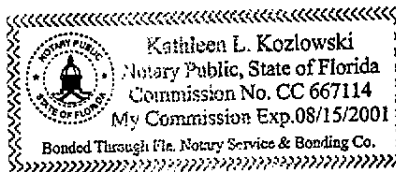
SS:
COUNTY OF Pinellas

Before me personally appeared Vincent G Mueller, to me well known and known to me or who has produced DLIC M46086738 1680 as identification and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes herein mentioned.

WITNESS my hand and official seal this 12 day of Jan., 2000.

Kathleen Kozlowski
Notary Public

My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Beach Cottage Florist and Gifts, Inc.
2. The name and address of the registered agent and office is:

Vincent G. Mueller
19229 Gulf Boulevard
Indian Shores, Florida ~~34635~~ 33785

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

Vincent G. Mueller
Signature

1-12-00
Date