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ACCOUNT NO. : 072100000032

REFERENCE : 564497 7203334

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 70.00

ORDER DATE : January 26, 2000

ORDER TIME : 10:57 AM

ORDER NO. : 564497-005

500003111135--9

CUSTOMER NO: 7203334

CUSTOMER: Mr. Teodoro Hoffman
MR. TEODORO HOFFMAN
MR. TEODORO HOFFMAN
1601 Nw 70 Avenue

Miami, FL 33126

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 26 PM 2:15

DOMESTIC FILING

NAME: GLOBAL FLOWER EXCHANGE INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

RECEIVED
00 JAN 26 AM 11:59
DEF. SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
[Signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 26 PM 2: 15

ARTICLES OF INCORPORATION

OF

GLOBAL FLOWER EXCHANGE INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GLOBAL FLOWER EXCHANGE INC.

The address of the principal office of this corporation shall be 10858 N.W. 73 Terrace, Miami, Florida 33178, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Teodoro Hoffman
Dir.

10858 N.W. 73 Terrace
Miami, Florida 33178

Jorge L. Tola
Dir.

10610 S.W. 158th Court #208
Miami, Florida 33196

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 26, 2000.

Laura R. Dunlap
Its Incorporator, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company

KLL/AGL