

**HERBERT M. WEBB, P.A.**  
Attorney at Law

**Mailing & Delivery Address:**  
4400 N.W. 23rd Avenue, Suite E  
Gainesville, Florida 32606

(352) 372-5546 Office

(352) 378-3975 Facsimile

Electronic Mail Address:

7513,3364@compuserve.com

April 13, 2000

OVERNITE EXPRESS

Department of State  
DIVISION OF CORPORATIONS  
409 East Gaines Street  
Tallahassee, FL 32399

100003214721--6  
-04/19/00-01057-010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

ATTENTION: NEW FILING SECTION

RE: CORPORATION - "ELIZA Q. DOOLITTLE'S FLOWERS IN THE  
MALL, INC."

TO WHOM IT MAY CONCERN:

Enclosed is an original and one copy of the Articles of  
Incorporation for the above-named corporation, together with our  
check payable to DEPARTMENT OF STATE in the amount of \$87.50  
covering the following:

Filing Fee and Designation of	
Registered Agent	\$ 70.00
Certified Copy	8.75
Status Report	8.75

We would appreciate your filing this corporation as soon as  
possible. Please call if there are questions. Thank you for  
your assistance in this matter.

Sincerely yours,

HERBERT M. WEBB, P.A.

By

*Herbert M. Webb*  
Herbert M. Webb

K:\FDesk\Doolittle\LTR-CORP.FIL.wpd

FILED  
APR 19 PM 1:53  
TALLAHASSEE, FLORIDA

CC  
4-24-00

ARTICLES OF INCORPORATION

OF

ELIZA Q. DOOLITTLE'S FLOWERS IN THE MALL, INC.

FILED  
00 APR 19 PM 1:53  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is: ELIZA Q. DOOLITTLE'S FLOWERS IN THE MALL, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock with no par value.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

HERBERT M. WEBB  
4400-E N.W. 23<sup>rd</sup> Avenue  
Gainesville, FL 32606

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI - INITIAL ADDRESS OF PRINCIPAL OFFICE**

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

ELIZA Q. DOOLITTLE'S FLOWERS IN THE MALL, INC.  
P. O. Box 1121  
260 Jasmine Street  
Keystone Heights, Florida 32656

**ARTICLE VII. BOARD OF DIRECTORS**

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The name and street address of the director is

JUDITH Q. EVANS  
260 Jasmine Street  
Keystone Heights, Florida 32656

#### **ARTICLE VIII. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE IX. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE X. SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### **ARTICLE XI. INDEMNIFICATION**

This Corporation shall indemnify any officer, or director, or any former director or officer, to the full extent permitted by law.

ARTICLE XII - INCORPORATORS.

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation is:

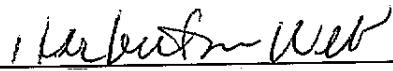
Herbert M. Webb, Esquire  
4400-E N.W. 23rd Avenue  
Gainesville, FL 32606

JUDITH Q. EVANS  
260 Jasmine Street  
Keystone Heights, Florida 32656


ARTICLE XIII. SUBSCRIBER

The name and street address of the person signing these Articles of Incorporation is:

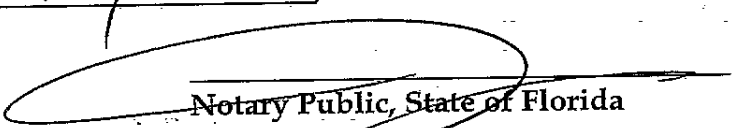
Herbert M. Webb, Esquire  
4400-E N.W. 23rd Avenue  
Gainesville, FL 32606

  
HERBERT M. WEBB  
Subscriber

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 11 day of April, 2000, by HERBERT M. WEBB, who is personally known to me, or who produced  as identification.

(Official Notary Seal)

  
Notary Public, State of Florida  
Print Name: \_\_\_\_\_  
My commission expires: \_\_\_\_\_

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

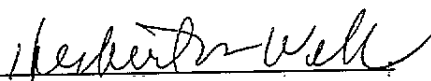
In compliance with Section 48.09, Florida Statutes, the following is submitted:

That ELIZA Q. DOOLITTLE'S FLOWERS IN THE MALL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, Gainesville, County of Alachua, State of Florida, has named HERBERT M. W EBB, ATTORNEY, located at 4400-E N.W. 23<sup>rd</sup> Avenue, Gainesville, County of Alachua, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

The undersigned is familiar with and accepts the duties and responsibilities as registered agent.

  
**HERBERT M. WEBB**  
Registered Agent

D:\FullAccess\FDesk\Doolittle\Articles.wpd

**THIS INSTRUMENT PREPARED BY**

HERBERT M. WEBB, ESQUIRE  
4400 NW 23<sup>rd</sup> Ave., Suite E  
GAINESVILLE, FLORIDA 32606

**FILED**  
00 APR 19 PM 1:53  
STATE  
TALLAHASSEE, FLORIDA