

P000000043735

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H00000021813 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:  
Division of Corporations  
Fax Number : (850) 922-4001

From:  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.**

**FLOWER FOR US, INC**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY - 2 AM 10:02

B. McKnight MAY - 2 2000



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 1, 2000

EMPIRE'

SUBJECT: FLOWER FOR US, INC.  
REF: W00000011320

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

VERIFY THE MAILING AND PRINCIPAL ADDRESS. *2 different Addresses*

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H00000021813  
Letter Number: 300A00023937

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

400000021813

**ARTICLES OF INCORPORATION**  
**OF**  
**FLOWERS FOR US, INC.**

The undersigned Incorporators sign the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I**  
**CORPORATE NAME**

The name of the corporation shall be:

FLOWERS FOR US, INC.

**ARTICLE II**  
**TERM OF EXISTENCE**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**  
**NATURE OF BUSINESS AND POWERS**

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One (\$0.01) Cent per share.

*Document Prepared By:*  
*Ivette Halphen Leon, Esq.*  
*Florida Bar No.: 981834*  
*Alayon & Associates, P.A.*  
*2450 S.W. 137th Avenue, Suite 226*  
*Miami, Florida 33175*  
*(305) 221-2110*

400000021813

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY -2 AM 10:02

H000 00021813

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

The initial registered agent and street address of the initial registered office of the corporation shall be:

**A&P REGISTERED AGENT, INC.**  
2450 S.W. 137th Avenue  
Suite 226  
Miami, Florida 33175

**ARTICLE VI**  
**MAILING AND PRINCIPAL ADDRESS OF THE CORPORATION**

The mailing address of the Corporation is:

2450 S.W. 137th Avenue  
Suite 226  
Miami, Florida 33175

The principal office of the Corporation as of the date of execution of these Articles, and is:

2420 S.W. 137th Avenue  
Miami, Florida 33175

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This corporation shall have 1 director(s) initially. The name and address of the initial director(s) of the corporation, who shall hold office until their successor is elected and qualified or until his earlier resignation or removal from office is:

**FRANK VARGAS**  
2420 S.W. 137th AVENUE  
MIAMI, FLORIDA 33175

H000 00021813

H00000021813

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall never be less than one.

**ARTICLE VIII**  
**INCORPORATOR**

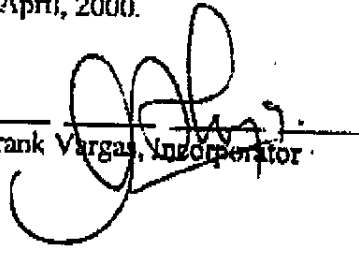
The name and address of the incorporator of the corporation is:

**FRANK VARGAS**  
**2420 S.W. 137<sup>TH</sup> AVENUE**  
**MIAMI, FLORIDA 33175**

**ARTICLE XI**  
**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 thereon, 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.

IN WITNESS WHEREOF, the undersigned, as the Incorporators, have executed the foregoing Articles of Incorporation this \_\_\_\_ day of April, 2000.

  
\_\_\_\_\_  
Frank Vargas, Incorporator

STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

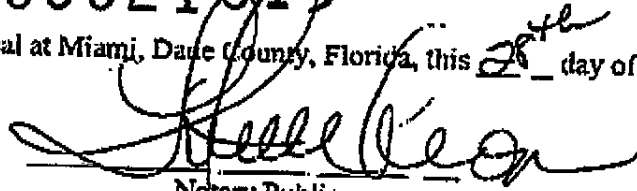
) SS:

BEFORE ME, a Notary Public, personally appeared FRANK VARGAS, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation for the purposes therein expressed.

H00000021813

H000 00021813

WITNESS my hand and official seal at Miami, Dade County, Florida, this 28<sup>th</sup> day of April, 2000.



Notary Public

State of Florida at Large



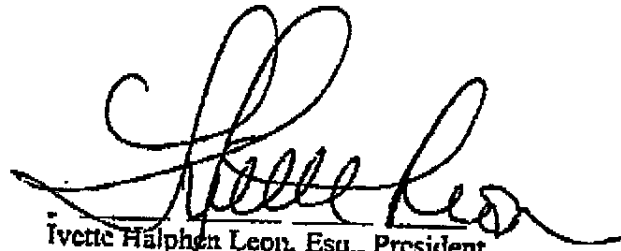
Ivete Halphen Leon  
My Commission CC578258  
Expires Aug. 18, 2000

My Commission Expires

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of FLOWERS FOR US, INC. the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 28<sup>th</sup> day of April, 2000.



Ivete Halphen Leon, Esq., President  
A&P Registered Agent, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAY -2 AM 10:02

H000 00021813