

LAW OFFICES OF
UTA S. GROVE, P.A.
2451 McMULLEN BOOTH ROAD, SUITE 231
CLEARWATER, FLORIDA 33759

TELEPHONE (727) 669-5880
FACSIMILE (727) 669-7330

P000000 75290

August 1, 2000

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

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*****78.75 *****78.75

Re: Floriwings Corporation

Dear Sir or Madam:

Enclosed are the original Articles of Incorporation for Floriwings Corporation, together with a check in the amount of \$78.75 for the filing fee and certified copy fee. Please return one original certified copy of the Articles to me once they have been filed. Thank you for your assistance in this matter.

If you have any questions concerning this matter, please don't hesitate to call me.

Sincerely,

Uta S. Grove
Uta S. Grove

FILED
00 AUG -3 AM 9:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION OF FLORIWINGS CORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I Name and Address

Section 1. The name of the Corporation shall be:

FLORIWINGS CORPORATION

Section 2. The address of the principal office of the Corporation is:

Herbert-Roth-Str. #10
98529 Suhl
Germany

Section 3. The mailing address of the Corporation is same.

ARTICLE II Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV Capital Stock

The authorized capital stock of the Corporation shall be 1,200 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of 2 Directors(s), whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Hartmut Reich	Herbert-Roth-Str. #10 98529 Suhl Germany
Antje Strauch	Herbert-Roth-Str. #10 98529 Suhl Germany

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The initial Board of Directors shall adopt Bylaws for the Corporation at a meeting of the initial Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

Section 1. The name of the initial registered agent of the Corporation located at said address shall be Uta S. Grove, P.A..

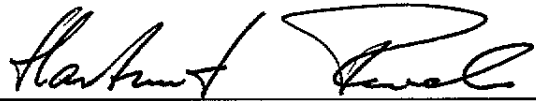
Section 2. The street address of the initial registered office of the Corporation shall be 2451 McMullen Booth Rd., Suite 231, Clearwater, FL 33759.

ARTICLE IX
Incorporator

The name and address of the Incorporators is:

<u>Name</u>	<u>Address</u>
Hartmut Reich	Herbert-Roth-Str. #10 98529 Suhl Germany
Antje Strauch	Herbert-Roth-Str. #10 98529 Suhl Germany

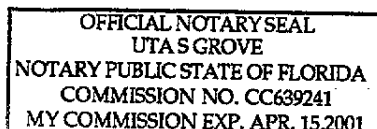
IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 31st day of July, 2000.

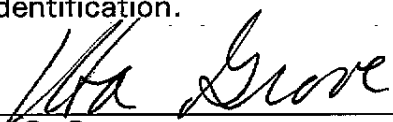

Hartmut Reich, Incorporator


Antje Strauch, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 31st day of July, 2000, by Hartmut Reich and Antje Strauch, who are personally known to me or have produced German Passport as identification.




Uta S. Grove
NOTARY PUBLIC, State of Florida
(SEAL)

ACCEPTANCE

I hereby accept to act as initial Registered Agent for FLORIWINGS CORPORATION, as stated in these Articles of Incorporation.



Uta S. Grove

FILED
00 AUG -3 AM 9:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA