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PETER A. BELL, P.A.  
ATTORNEYS AT LAW  
FILED

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PETER A. BELL, Esq.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

322 Tamiami Trail, Suite 20  
Punta Gorda, FL 33950  
(941) 639-1511

October 5, 2000

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

100003422841--0  
-10/12/00-01056-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

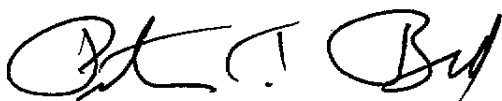
Re: Punta Gorda Flower Shop, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation for the above-referenced corporation together with a check in the amount of \$78.75 which represents the filing fee.

Thank you for your prompt attention to this matter.

Sincerely,



Peter A. Bell

PAB/dw

Enclosures

7- 10/13/00

ARTICLES OF INCORPORATION  
OF  
PUNTA GORDA FLOWER SHOP, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE ONE  
NAME

The name of the corporation is Punta Gorda Flower Shop, Inc.

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE FOUR  
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE  
REGISTERED OFFICE

The street address of the initial registered office of the corporation and the name of the initial registered agent at such address is:

Marcy Lynn Towsey  
129 E. Marion Avenue  
Punta Gorda, Florida 33950

The principal office address of the corporation is:

129 E. Marion Avenue  
Punta Gorda, Florida 33950

**ARTICLE SIX**  
**PRE-EMPTIVE RIGHTS**

The shareholders shall have pre-emptive rights.

**ARTICLE SEVEN**  
**DIRECTORS**

The Board of Directors of the corporation shall consist of not less than two (2) members. The method of election of directors shall be as stated in the By-Laws.

The names and addresses of the initial Board of Directors are:

Marcy Lynn Towsey      129 E. Marion Avenue  
Punta Gorda, Florida 33950

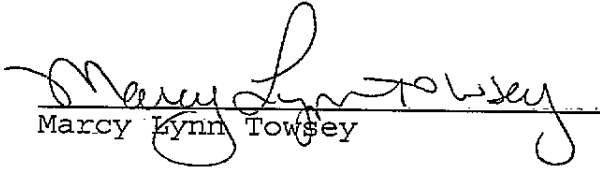
Troy Towsey              129 E. Marion Avenue  
Punta Gorda, Florida 33950

**ARTICLE EIGHT**  
**INCORPORATORS**

The names and addresses of the Incorporator is:

Marcy Lynn Towsey      129 E. Marion Avenue  
Punta Gorda, Florida 33950

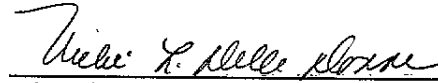
5<sup>th</sup> IN WITNESS WHEREOF, we have hereunto subscribed our names this  
day of October, A.D., 2000.

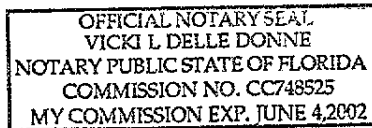
  
Marcy Lynn Towsey

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

On this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared MARCY LYNN TOWSEY who is personally known to me and whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purposes therein expressed.

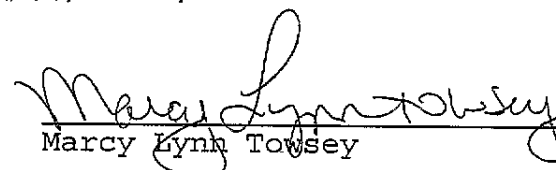
IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 5th day of October, A.D., 2000.

  
Vicki L. Delle Donne  
Notary Public - State of Florida



I HEREBY am familiar with and accept the duties and responsibilities as Registered Agent for Punta Gorda Flower Shop, Inc.

DATED this 5th day of October, A.D., 2000.

  
Marcy Lynn Towsey

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TALLAHASSEE, FLORIDA