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TRANSMITTAL LETTER

11/2/00

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

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

SUBJECT: Stevens Flower Shop, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☒ \$78.75 Filing Fee & Certified Copy

☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Karlene S. Stevens
Name (Printed or typed)

1655 Palm Bch Lks. Blvd, #1012
Address

W. P. Bch, FL 33401
City, State & Zip

561-683-9066
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

00 NOV 27 PM 12:37

FILED

**ARTICLES OF INCORPORATION
OF
STEVENS FLOWER SHOP, INC.**

FILED
00 NOV 27 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, acting hereby as incorporator for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be Stevens Flower Shop, Inc. The principal place of business and mailing address of this corporation is 1813 N. Tamarind Avenue, West Palm Beach, Florida, 33407.

ARTICLE II

PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- A. To engage in every aspect in consulting, business development, floral enterprises and all of their fields of specializations, and to engage in any activity within the purposes for which corporations may be organized under the Florida Business Corporation Act.
- B. To engage in and render professional services involved only through its officers, agents and employees or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- C. To invest its funds in real estate, mortgages, stocks, bonds and any other type of

investment permitted by law.

- D. To do everything necessary and proper in accomplishing the purposes herein set forth and anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

- A. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1000) shares of common stock at one hundred dollars (\$100.00) per share par value.
- B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

ARTICLE IV

DURATION

The corporation shall have perpetual existence.

ARTICLE V

REGISTERED AGENT

The address of this corporation's initial registered office is 1655 Palm Beach Lakes Blvd., Suite 1012, West Palm Beach, Florida 33401 and the name of its initial registered agent at said address is Karlene S. Stevens, Esquire.

ARTICLE VI

INCORPORATOR

The name and address of its incorporator is as follows:

Karlene S. Stevens, Esq., 1655 Palm Beach Lakes Blvd., Suite 1012, West Palm Beach, FL 33401

ARTICLE VII

BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of no more than three people. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but never less than one. The names and addresses of the initial Directors of this corporation are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|---|
| Karlene S. Stevens | 1655 Palm Beach Lakes Blvd., Suite 1012 West Palm Beach, FL 33401 |
| Darryl L. Stevens | 822 - 3 rd Street, West Palm Beach, Florida 33401 |

ARTICLE VIII

INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing ratifying the action so taken shall be signed by all the Shareholders entitled to vote upon action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE IX

SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, shareholder, agent or this corporation becomes legally disqualified to render the services for which the corporation is organized, or accepts employment that places restrictions or limitations on his/her continued rendering of such services,

he/she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation account of services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him/her all amounts owing and lawfully due to him/her by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE X

INFORMAL DIRECTOR ACTION

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

INDEMNIFICATION

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

ARTICLE XII


BYLAWS AND AMENDMENTS

TO THE ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal the bylaws or Articles of Incorporation of this corporation shall be vested in the Board of Directors and Shareholders provided that such

amendment be in compliance with laws of Florida governing a Business Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation in the State of Florida, this 1st day of November, 2000.



KARLENE S. STEVENS, ESQ.
INCORPORATOR


DESIGNATION OF REGISTERED AGENT

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted: Stevens Flower Shop, Inc. desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 1655 Palm Beach Lakes Blvd., Suite 1012, West Palm Beach, 33401, County of Palm Beach, State of Florida, has named Karlene S. Stevens, Esquire, as its registered agent to accept service of process in the State of Florida.

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept the designation and appointment as registered agent of Stevens Flower Shop, Inc. and accept the obligations and responsibilities of such office as provided in Florida Statutes 607.0505 and promise to fully perform my duties pursuant to the laws of the State of Florida.

11/1/00

DATE



KARLENE S. STEVENS, ESQ.
REGISTERED AGENT