

P01000011694

1/26/01

Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, FL

FILED
01 JAN 30 PM 4:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Transmittal Letter

Re: Flowers Hall Group, Inc.

Gentlemen:

800003602108--9
-01/30/01--01094--007
*****78.75 *****78.75

Enclosed, please find the Articles of Incorporation for the Flowers Hall Group, Inc. and our money order in the amount of \$78.75, as indicated on your Web Site <http://www.sunbiz.org>;

Florida Department of State - Division of Corporations

Corporation Fees

PROFIT, NON-PROFIT, AND TRADEMARKS

| | |
|------------------------------|-----------------|
| Filing Fees | \$ 35.00 |
| Registered Agent Designation | \$ 35.00 |
| * Certified Copy (optional) | \$ 8.75 |
| TOTAL | \$ 78.75 |

Please file the attached papers and return the certified copy in the pre-paid Airborne Express envelope provided.

Sincerely,

Victoria Hall

Victoria Hall
4250 N.E. 1st Terrace
Pompano Beach, FL 33064

Done 1/31/01
31

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILED

01 JAN 30 PM 4:03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Flowers-Hall Group, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

812 S. E. 8th Ave.
Deerfield Beach, Florida 33441

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV SHARES

The number of shares of stock is:

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

Pres/Treas - Victoria Hall
Vice-Pres/Sec - Marva Flowers

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Victoria Hall
4250 N. E. 1st Terr.
Pompano Beach, Florida 33064

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Victoria Hall
4250 N. E. 1st Terr.
Pompano Beach, Florida 33064

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Victoria Hall

Signature/Registered Agent

1-27-2001
Date

Victoria Hall

Signature/Incorporator

1-27-2001
Date

FILED

**Certificate of Designation
Registered Agent / Registered Office**

01 JAN 30 PM 4: 03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of § 607.0501, and 617.0105, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the Corporation is: Flowers Hall Group, Inc.
2. The name and address of the registered agent and office is:

Victoria Hall
4250 N.E. 1st Terrace
Pompano Beach, FL 33064

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

Victoria Hall
Victoria Hall

1/26/01