

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410002172
Phone : (941) 334-4121
Fax Number : (941) 334-4100

FLORIDA PROFIT CORPORATION OR P.A.

Elite Flower Importers, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

F. CHESSE

MAR 30 2000

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ARTICLES OF INCORPORATION
OF
ELITE FLOWER IMPORTERS, INC.

These Articles of Incorporation are executed by the undersigned for the purpose of forming a corporation pursuant to the Florida Business Corporation Act, as particularly set forth in Chapter 607 of the Florida Statutes.

ARTICLE I. NAME AND ADDRESS

The name of this corporation shall be Elite Flower Importers, Inc. The principal business address of the corporation is 1910 Park Meadows Drive, Fort Myers, Florida 33907.

ARTICLE II. DURATION

The corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may be amended from time to time.

ARTICLE IV. CAPITAL STRUCTURE

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, all of the same class and each having a par value of one dollar (\$1.00).

ARTICLE V. INITIAL REGISTERED AGENT & OFFICE

The name of the initial registered agent of the corporation at its initial registered office, and the street address of its initial registered office, are as follows:

Name

Joseph A. Stachel

Address

1910 Park Meadows Drive
Fort Myers, FL 33907

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ARTICLE VI. DIRECTORS

The business and the affairs of this corporation shall be managed by a board of directors, which shall be elected by the shareholders and serve as provided in the bylaws. The number of the members of the board of directors may either be increased or decreased from time to time as provided in the bylaws of the corporation, but shall never be less than one (1). The corporation shall have one (1) director initially, and the name and address of the initial director are as follows:

NameAddress

Joseph A. Stachel

1910 Park Meadows Drive
Fort Myers, Florida 33907ARTICLE VII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in both the board of directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the board of directors if the shareholders so provide.

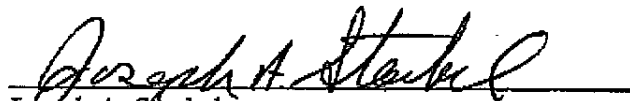
ARTICLE IX. INCORPORATORS

The name and the address of the person signing these Articles of Incorporation are as follows:

Joseph A. Stachel

1910 Park Meadows Drive
Fort Myers, Florida 33907

IN WITNESS WHEREOF, the undersigned has caused these Articles of Incorporation to be executed as of this 30th day of March, 2001.


Joseph A. Stachel

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties 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 I am familiar with and accept the obligations of my position as registered agent.



Joseph A. Stachel, Registered Agent

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