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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

FLOWERS FOR YOU INCORPORATED

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight

APR 27 2001

**ARTICLES OF INCORPORATION
OF**

FLOWERS FOR YOU INCORPORATED

The undersigned incorporator hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I
Name of Corporation**

The name of this Corporation shall be **FLOWERS FOR YOU
INCORPORATED**

Located at **11569 Gorham Dr.
Cooper City, FL 33026**

ARTICLE II

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

(a) To transact all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as hereafter amended and supplemented, and any successor statute thereto, as thereafter amended and supplemented.

**ARTICLE III
Stock**

The authorized capital stock of this Corporation shall consist of 100,000 shares of Common Stock with a par value of \$1.00 per share.

**ARTICLE IV
Incorporator**

The name and street address of the Incorporator of this Corporation, is as follows:

**Lorraine Rivera
11569 Gorham Dr.
Cooper City, FL 33026**

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ARTICLE V
Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 11569 Gorham Dr. Cooper City, Fl. 33026. The name of the initial Registered Agent of this Corporation at the above address shall be Lorraine Rivera.

ARTICLE VII
Number of Directors

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) but not more than seven (7) persons, the exact number to be determined from time to time in accordance with the By-Laws, and until such time as the By-Laws have been adopted, the Board of Directors shall consist of 1 person.

ARTICLE VIII
Initial Board of Directors

The names and street addresses of the members of the initial Board of Directors of this Corporation, who shall hold office until the First Annual Meeting of Shareholders, and thereafter until their successors are elected and have qualified, is as follows:

Lorraine Rivera

11569 Gorham Dr.
Cooper City, FL 33026

ARTICLE IX
By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

ARTICLE X
Financial Information

The Corporation shall not be required to file a balance sheet and a profit and loss statement to its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year by the shareholders not later than four (4) months after the close of such year.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

ARTICLE XII
Commencement of Corporate Existence

The existence of this Corporation shall, in accordance with Florida law, commence on the date and time of the subscription and acknowledgment of these articles of incorporation by the State of Florida

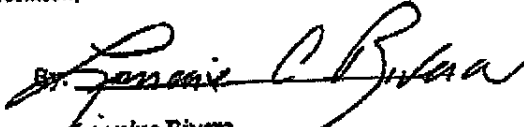
ARTICLE XIII
Preemptive Rights

Should any stockholder wish to dispose of his stock it shall first be offered to the remaining stockholders, at a price no greater than a bona-fide offer by any third person, and said shall be available for a period of ninety (90) days to such remaining stockholders. In the event that any of said stock is not purchased by any of the remaining stockholders within (90) days of the offer, the stockholder may then sell said stock to a third person.

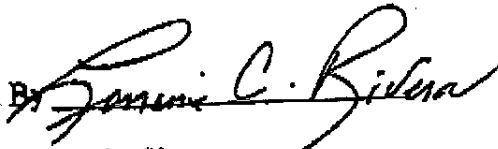
ARTICLE XIV

The Stock of this corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code, so that the stockholders of the corporation may receive the benefits provided thereunder.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 25th day of April of 2001

By 
Lorraine Rivera

I accept the designation of registered agent for FLOWERS FOR YOU
INCORPORATED

By 
Lorraine Rivera

Prepared by:

Maria P. Diaz
Business Center.com Inc
2701 N Hiatus Road
Cooper City, Fl. 33026

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TALLAHASSEE, FLORIDA