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LAW OFFICES OF

ROBERT I. CLAIRE, ESQUIRE, P.A.

ROBERT I. CLAIRE
ATTORNEY AT LAW
CERTIFIED PUBLIC ACCOUNTANT

NET FIRST PLAZA, 3RD FLOOR
5295 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486

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November 30, 2001

Via Federal Express

State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-12/03/01--01031--003
*****78.75 *****78.75

RE: Articles of Incorporation/
Style Trend Studios, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of Articles of Incorporation for the above referenced corporation.

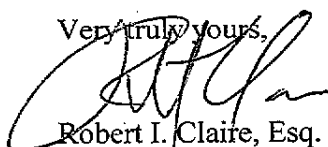
Also enclosed is a check in the amount of \$78.75 for filing fees as follows for the corporation.

Filing Fees \$ 35.00
Cert. copy 8.75
Reg. Agent 35.00
Amount \$ 78.75

Your expediency in returning these filed Articles of Incorporation is appreciated.

Should you have any questions, please do not hesitate to call our office.

Very truly yours,


Robert I. Claire, Esq.

RIC/mh

Enclosures/check

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FILED
01 DEC -3 AM 11:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE DEC - 5 2001

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ARTICLES OF INCORPORATION
OF
STYLE TREND STUDIOS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME & PRINCIPAL ADDRESS OF BUSINESS

The name and address of the corporation shall be:

STYLE TREND STUDIOS, INC.
5295 Town Center Road, Third Floor
Boca Raton, Florida 33486

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are as follows:

- A. To manufacture and distribute plants, pots, potted plants and accessories throughout the United States and abroad.
- B. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act.
- C. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the corporation is 5295 Town Center Road, Third Floor, Boca Raton, Florida 33486 and the name of its initial Registered Agent at that address is Robert I. Claire.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The names and address of the initial Directors of the corporation are as follows:

Gail Levy	5295 Town Center Road, Third Floor Boca Raton, Florida 33486
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ARTICLE VII

OFFICERS

The names and address of each initial officer is as follows:

Gail Levy, President	5295 Town Center Road, Third Floor Boca Raton, Florida 33486
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Robert Claire,
Secretary/Treasurer

5295 Town Center Road, Third Floor
Boca Raton, Florida 33486

ARTICLE VIII
INCORPORATORS

The name and address of each Incorporator is as follows:

Gail Levy 5295 Town Center Road, Suite 301
Boca Raton, FL 33486

ARTICLE IX
AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

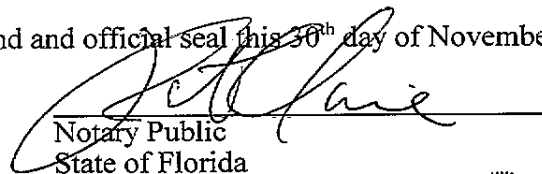
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 30th day of November 2001.


Gail Levy

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, personally appeared Gail Levy, to me personally known, who did take an oath, and known to me to be the person described in and executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 30th day of November, 2001.


Notary Public
State of Florida

My Commission expires:



Robert Claire
MY COMMISSION # DD010988 EXPIRES
March 27, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of STYLE TREND STUDIOS, INC. which is contained in the foregoing Articles of Incorporation.

DATED this 30th day of November, 2001.


Robert I. Claire
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA