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02 FEB -4 PM 12:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rachel Jones
1430 E. Atlantic Blvd.
Pompano Bch., Fl 33062

State of Florida
Division of Corporations
P.O.Box 6327
Tallahassee, Fl 32314

900004864269--9
-02/04/02--01061--022
*****78.20 *****78.20

Enclosed find check in the amount of \$78.50, also find Articles of
Incorporation for FLOWERS by THEA, INC.
Please process and send certificate to the above address.

Thank-You

Rachel Jones

02/04/02

ARTICLES OF INCORPORATION
FOR
FLOWERS by THEA, INC.

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ARTICLE I

The name of this corporation is FLOWERS by THEA, INC.

ARTICLE II

This corporation is organized for the purpose of engaging in and transacting any lawfull business permitted under the laws of the United States and the State of Florida. The principle business activity of this corporation is retail sales.

ARTICLE III

The term for which this corporation shall exist shall be perpetual.

ARTICLE IV

The amount of capital stock authorized by these Articles of Incorporation, being the maximum shares of capital stock which the corporation is authorized to issue and have outstanding at any time shall be 1000 shares of common stock at \$1.00 par value. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE V

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued..

ARTICLE VI

The initial registered agent for this corporation is THEODORE P. WOOD and the initial registered office and the Principle Office is located at 1430 E. Atlantic Blvd., Pompano Bch., Fl 33062.

ARTICLE VII

This corporation shall have three directors initially. The names and street address of the initial Board of Directors are:

MARTENS VON ISENBERG
1430 E. Atlantic Blvd.
Pompano Bch., Fl 33062

RACHEL JONES
1430 E. Atlantic Blvd.
Pompano Bch., Fl 33062


BETH SPOONER
1430 E. Atlantic Blvd.
Pompano Bch., Fl 33062

ARTICLE VIII

The name and address of the incorporator to these Articles of Incorporation is:

RACHEL JONES
1430 E. Atlantic Blvd.
Pompano Bch., Fl 33062

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this date February 1, 2002.


Rachel Jones- Subscriber

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE
SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said act.

FIRST-- That FLOWERS by THEA, INC.
desiring to organize under the laws of the United States and the State
of Florida with its principle office indicated in these Articles of
Incorporation in the County of Broward, State of Florida, has named
THEODORE P. WOOD located at 1430 E. Atlantic Blvd., Pompano Bch., Fl 33062
as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the provisions
of said act relative to keeping said office open.



THEODORE P. WOOD-Resident Agent

CLERK OF STATE
TALLAHASSEE, FLORIDA

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