

P02000020360

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : ACCOUNTING AND BOOKKEEPING SERVICE, INC.
Account Number : I20010000101
Phone : (305)945-7892
Fax Number : (305)945-7675

02 MAR 14 PM 3:43**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS****FLORIDA PROFIT CORPORATION OR P.A.****FLOWERS & FLORES, INC.**

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

FLOWERS & FLORES, INC.

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DIVISION OF CORPORATIONS
02 MAR 14 PM 3:43

ARTICLE I – NAME

The name of this Corporation is **FLOWERS & FLORES, INC.**

ARTICLE II – DURATION

The Corporation shall have perpetual existence.

ARTICLE III – PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE IV – CAPITAL STOCK

The stock of this corporation consist of 1 class, namely

1. Class A stock consisting of 1,000 shares of voting stock, each having \$.001 par value.

The principal place of business for this corporation shall be:

343 NE 99TH Street
Miami Shores, FL 33138

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is:

Peter Abrams
343 NE 99TH Street
Miami Shores, FL 33138

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1).

The name and address of the initial Director of this Corporation is:

Peter Abrams President
343 NE 99TH Street
Miami Shores, FL 33138

ARTICLE VII – BY – LAWS

The By-laws of this Corporation may be adopted, altered, amended or repealed by either the Class A stockholders or the Directors.

ARTICLE VIII – INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX – INCORPORATOR

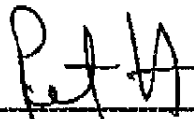
The name and address of the person signing these Articles is

Peter Abrams
343 NE 99TH Street
Miami Shores, FL 33138

ARTICLE X – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with Florida law.

In witness whereof, the undersigned has executed these Articles of Incorporation this 12th Day of March 2002.

A handwritten signature in black ink, appearing to read 'Peter H', is written over a horizontal line.

PETER ABRAMS

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF IT DUTIES.

DATED, THIS 12TH DAY OF MARCH 2002

PETER ABRAMS

BY

Puff

PETER ABRAMS

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared PETER ABRAMS known to me and known by me to be the person who, as INCORPORATOR, executed the foregoing Articles of Incorporation of FLOWERS & FLORES, INC. and he acknowledged before me that he executed those Articles of Incorporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of March 2002.

02 MAR 14 PM 43

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NOTARY PUBLIC, STATE OF FLORIDA,
AT LARGE

My Commission Expires:

Mark Fernandez
MY COMMISSION # 0000906 EXPIRES
May 5, 2005
BONDED THROUGH TROY FARM INSURANCE INC.