

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 16 PM 3:34

To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : LOUIS N. SCHOLNIK, P.A.

Account Number : I20010000132

Phone : (954)771-4790

Fax Number : (954)776-3825

FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
PALM FLORAL HOLDINGS, INC.**

ARTICLE I - NAME

The name of this corporation is **PALM FLORAL HOLDINGS, INC.**
The principal office and mailing address of this corporation is:
2400 E. Commercial Blvd., Suite 820, Fort Lauderdale, FL 33308.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on
the date of the filing of these Articles with the Department of
State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting
any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00
par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
this corporation shall have the right to purchase his prorata share
thereof (as nearly as may be done without issuance of fractional
shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this
corporation is, 2400 E. Commercial Blvd., Suite 820, Fort
Lauderdale, FL 33308 and the name of the initial registered agent
of this corporation at that address is **Abdel Karim Shehadeh**.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the
initial Board of Directors. The number of Directors may be either
increased or decreased from time to time by the By-Laws.

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The name and address of the initial Board of Director of this corporation is:

<u>Name</u>	<u>Address</u>
Abdel Karim Shehadeh	2400 E. Commercial Blvd., Suite 820 Fort Lauderdale, FL 33308

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Abdel Karim Shehadeh	2400 E. Commercial Blvd., Suite 820 Fort Lauderdale, FL 33308

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this _____ day of May, 2002.

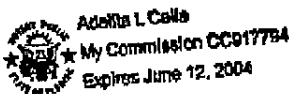

Abdel Karim Shehadeh

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 15th day of May, 2002, by Abdel Karim Shehadeh, is personally known to me, or who has produced known to me as identification, and who did take an oath.


Notary Public, State of Florida

My Commission Expires:



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

PALM FLORAL HOLDINGS, INC.

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

PALM FLORAL HOLDINGS, INC., desiring to organize under the
laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation at City of Fort
Lauderdale, County of Broward, State of Florida, has named Abdel
Karim Shehadeh, located at 2400 E. Commercial Blvd., Suite 820,
Fort Lauderdale, FL 33308 as its agent to accept service of process
within the state.

ACKNOWLEDGMENT

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 open said office.
Further, I am familiar with and accept the obligations provided for
in Florida Statute 607.0505.

BY: 
Abdel Karim Shehadeh

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