

Re: Letter Number 002A00034199

**P020000058856**

**Florida Department of State**

**Division of Corporations**

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**Katherine Harris, Secretary of State**

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**(((H02000144109 4)))**

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

**From:**  
Account Name : QUARLES & BRADY LLP  
Account Number : I20000000067  
Phone : (941)262-5959  
Fax Number : (941)434-4999

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**02 MAY 29 AM 8:58**  
**SECRETARY OF STATE**  
**CALL AHASSEE FLORIDA**

**FLORIDA PROFIT CORPORATION OR P.A.**

**Floral Image 101, Inc.**

Certificate of Status	0
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5/28/2002

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MAY 29 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FLORAL IMAGE 101, INC.**

I, the undersigned natural person, acting as incorporator of a corporation under Chapter 607, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I  
Name and Address**

The name of the corporation is FLORAL IMAGE 101, INC. The principal address and mailing address of the corporation is 1110 Pennsylvania #12, Miami Beach, FL 33239.

**ARTICLE II  
Duration**

The duration of the corporation shall be perpetual.

**ARTICLE III  
Purposes**

The purpose for which the corporation is organized is to engage in retail sales, and any lawful activity under Florida law.

**ARTICLE IV  
Capital Stock**

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares, consisting of one class only, designated as "Common Stock," of the par value of One Dollar (\$1.00) per share.

**ARTICLE V  
Directors**

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws.

**ARTICLE VI  
Registered Office and Agent**

The address of the initial registered office of the corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, and the name of its initial registered agent at such address is Naples-Lawdock, Inc.

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02 MAY 29 AM 8:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDACERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND  
REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and Section 607.0501(3) of the Florida Business Corporation Act, the following is submitted:

1. That FLORAL IMAGE 101, INC., desiring to organize under the laws of the State of Florida, has named Naples-Lawdock, Inc., located at Barnett Center, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, as its agent to accept service of process within Florida.

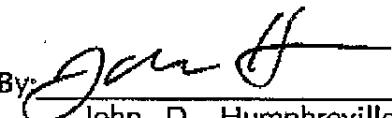
Dated: May 14, 2002

  
John D. Humphreville, Incorporator

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity; I am familiar with and accept the obligations of §607.0505 of the Florida Business Corporation Act and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Naples-Lawdock, Inc.

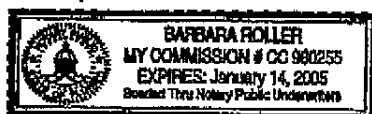
Dated: May 14, 2002

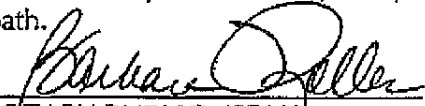
By:   
John D. Humphreville, as Vice  
President

COUNTY OF COLLIER  
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 14 day of May, 2002 by John D. Humphreville, as Vice President of Naples-Lawdock, Inc., who is personally known to me and who did not take an oath.

My Commission Expires:



  
NOTARY PUBLIC (SEAL)

(Print name below)

Barbara Roller  
Notary Public

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**ARTICLE VIII**  
**Incorporator**

The name and address of the incorporator is John D. Humphreville, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103-3060.

Executed this 14 day of May, 2002.


  
John D. Humphreville, Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 14 day of May, 2002 by John D. Humphreville, who is personally known to me and who did not take an oath.

My Commission Expires:



  
NOTARY PUBLIC (SEAL)  
(Print name below)  
Barbara Roller  
Notary Public