

P020000058856

Quarles & Brady LLP

4501 Tamiami Trail North
Suite 300
Naples, Florida 34103-3060
Tel 941.262.5959
Fax 941.434.4999
www.quarles.com

Attorneys at Law in:
Phoenix and Tucson, Arizona
Naples and Boca Raton, Florida
Chicago, Illinois (Quarles & Brady LLC)
Milwaukee and Madison, Wisconsin

June 7, 2002

Floral Image 101, Inc.
c/o David A. Ferlito
1110 Pennsylvania, #12
Miami Beach, FL 33139

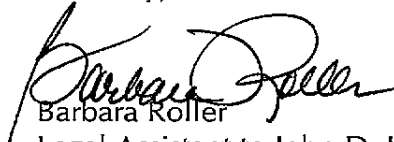
100005754861--1
-06/12/02--01009--001
*****35.00 *****35.00

RE: **Correction to corporate record**

Dear Mr. Ferlito:

Enclosed please find Articles of Correction to your original Articles of Incorporation filed with the State of Florida's Division of Corporations. Filing this document will correct the inadequacy in the original filing and will add you as sole director of the corporation. This document must be filed within ten (10) business days of the original filing and therefore I would suggest that you sign it and send it by overnight delivery to the Division of Corporations so that it gets there by June 12th. I have been advised by the Amendment Section of the Division of Corporations that if this filing is not accepted for any reason, we will need to file a simple amendment which can be done electronically at a cost of \$35.00. Hopefully, they will accept this filing (for which there is no fee) and that will not be necessary. I apologize for the oversight in omitting this information from the original filing.

Sincerely,


Barbara Koller

Legal Assistant to John D. Humphrey

Enclosures

cc: Signe L. Wynne

QBNAP\352883.1

6/17/02
Art. of
Corr.
Spayne

FILED
02 JUN 12 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CORRECTION
TO
ARTICLES OF INCORPORATION
OF
FLORAL IMAGE 101, INC.

FILED
02 JUN 12 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0124, of the Florida Statutes, the undersigned corporation hereby files the following Articles of Correction to its Articles of Incorporation:

1. The Articles of Incorporation for Floral Image 101, Inc., were filed on May 29, 2002, and assigned document number P02000058856. A copy of the filed Articles of Incorporation are attached to these Articles of Correction.
2. The Articles of Incorporation as filed are defective in that they fail to identify the initial Director(s) of the Corporation.
3. Article V of the Articles of Incorporation is hereby corrected as follows:

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. The initial Director is:

David A. Ferlito
1110 Pennsylvania #12
Miami Beach, FL 33239.

IN WITNESS WHEREOF, the undersigned officer of the corporation has executed these Articles of Correction this 7th day of June, 2002.

FLORAL IMAGE 101, INC., a Florida
corporation

By: DAVID A. FERLITO
Name: David A. Ferlito
Title: President/Sole Director



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of FLORAL IMAGE 101, INC., a Florida corporation, filed on May 29, 2002, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H02000144109. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this corporation is P02000058856.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twenty-ninth day of May, 2002

Authentication Code: 402A00034434-052902-P02000058856-1/1



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

**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.


(((H02000144109 4)))

CERTIFICATE 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.

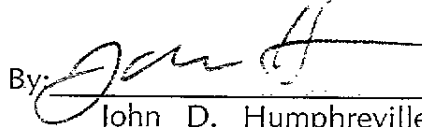
Dated: May 14, 2002


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.

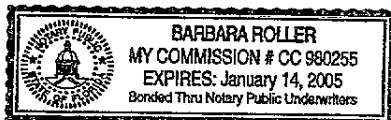
Dated: May 14, 2002

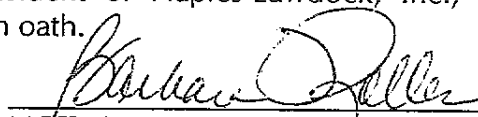
By: 
John D. Humphreville, as Vice
President

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

(((H02000144109 4)))

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.


NOTARY PUBLIC (SEAL)

(Print name below)

Barbara Roller
Notary Public

My Commission Expires

