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SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Charles P. Sacher, P.A.
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July 24, 2002

Telephone: 305/448-3900
Facsimile: 305/446-9206
OF COUNSEL
Martin E. Segal, P.A.

VIA CERTIFIED/RETURN RECEIPT MAIL

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

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-07/30/02--01003--004
*****87.50 *****43.75

Re: Blue Book Florist, Inc. and Pavilion Flower Shop, Inc.
Our File No. 9729-8

Dear Sir/Madam:

On behalf of the above-referenced corporations, I enclose herewith the following documents:

1. An original and one (1) copy of the executed and notarized Amendment of Articles of Incorporation for Blue Book Florist, Inc.;
2. An original and one (1) copy of the executed and notarized Amendment of Articles of Incorporation for Pavilion Flower Shop, Inc.;
3. Letter from Pavilion Flower Shop, Inc. consenting to the use of the name Pavilion Flower Shop, Inc. by Blue Book Florist, Inc.; and
4. Check for the following fees:

Filing Fee (\$35 x 2 amendments)	\$ 70.00
Certified Copy Fee (\$8.75 x 2 amendments)	\$ 17.50
TOTAL	\$ 87.50

Please cause the original copy of each of the Amendments to the Articles of Incorporation to be filed among the corporate records of the State of Florida. Please return the copy to the undersigned, together with your certificate that this is a certified copy of the original Amendment to the Articles of Incorporation.

If you have any questions, please feel free to contact me.

Thank you for your attention to this matter.

Sincerely,



Charles P. Sacher

CPS/wh

Enclosures

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02 JUL 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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n/kg

FIRST AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
BLUE BOOK FLORIST, INC.

Blue Book Florist, Inc., a Florida corporation, under its corporate seal and the hands of its President and Secretary, Thomas J. O'Brien, Jr., hereby certifies that:

FIRST: The sole Director of said Corporation at a meeting call and held on July 22, 2002, adopted the following resolution:

ARTICLE I.

The name of this Corporation will be:

PAVILION FLOWER SHOP, INC.

SECOND: The meeting of the sole Stockholder of the Corporation called by the sole Director as aforesaid was held on July 22, 2002, and at said special meeting of the sole Stockholder, said First Amendment of the Articles of Incorporation was duly adopted by the sole Stockholder.

IN WITNESS WHEREOF, said Corporation has caused this First Amendment of the Articles of Incorporation to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 22 day of July, 2002.

(SEAL)

Attest: Mary L. O'Brien, Jr.
Secretary

BLUE BOOK FLORIST, INC.,
a Florida corporation

By: [Signature]
Name: Thomas J. O'Brien, Jr.
Title: President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

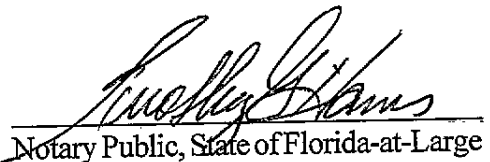
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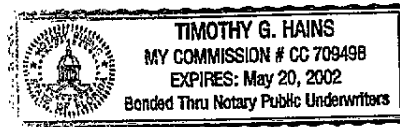
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments of deeds, Thomas J. O'Brien, Jr., President of Blue Book Florist, Inc., a Florida corporation, and he acknowledged that he executed the above and foregoing First Amendment to the Articles of Incorporation as such Officer for and on behalf of said Corporation after having been duly authorized to do so.

WITNESS my hand and official seal at Miami-Dade, County, Florida, this 22 day of July , 2002.


Notary Public, State of Florida-at-Large

My Commission Expires:



Z:\Users\Temp\WP\WP\9729-8\amendment to articles of incorporation of blue book florist inc

Pavilion Flower Shop, Inc.

10265 Tamiami Trail North, #5

Naples, Florida 34108

(239) 262-7011

July 22, 2002

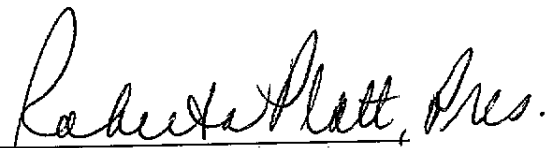
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

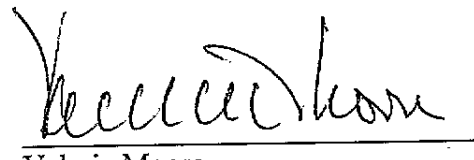
Re: Consent to Use of Name "Pavilion Flower Shop, Inc."

To Whom It May Concern:

The undersigned, as authorized officers of the above-referenced corporation, hereby consent to the use of the name "Pavilion Flower Shop, Inc." by Blue Book Florist, Inc., a Florida corporation.

If you have any questions regarding this consent, please contact Timothy G. Hains, Esquire, at (941) 262-5959.


Roberta Platt
President


Valerie Moore
Secretary

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SECRETARY OF STA
TALLAHASSEE, FLOR