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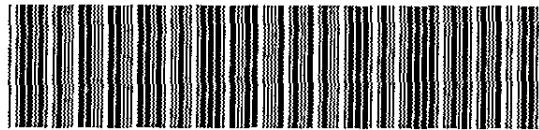
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DIVISION OF REGISTRATION

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2003 MAY 14 PM 12:39
TALLAHASSEE, FLORIDA
STATE

5/14/03

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 Fax (850) 222-1666

WALK IN

PICK UP

5/13/03 *[Signature]*

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Articles

1.) *American Flower Company*
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 13, 2003

CORPORATE ACCESS INC.
236 EAST 6TH AVENUE
TALLAHASSEE, FL 32303

SUBJECT: AMERICAN FLOWER COMPANY
Ref. Number: W03000013661

RECEIVED
03 MAY 14 AM 10:08
DIVISION OF CORPORATION

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2003 MAY 14 PM 12:39
TALLAHASSEE FLORIDA
STATE

We have received your document for AMERICAN FLOWER COMPANY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 303A00029388

Per
LS

Corrected 5/14/03
Thanks!

ARTICLES OF INCORPORATION
OF
AMERICA'S FLOWER COMPANY

FILED
2003 MAY 14 PM 12:39
CLERK OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

CORPORATE NAME

The name of the corporation shall be: AMERICA'S FLOWER COMPANY

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 201 South Westland Avenue, Tampa, Florida 33606.

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time are:
1,000 shares if common stock with no par value.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: John W. MacKay and the mailing address of its initial agent is: 201 South Westland Avenue, Tampa, Florida 33606.

ARTICLE V

INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
Elizabeth Shewell, 701 Renner Road, Wilmington, Delaware 19810.

ARTICLE VI

DURATION

The duration of the corporation shall be perpetual.

ARTICLE VII

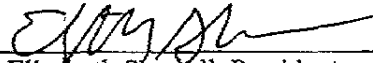
BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as member of the initial board of directors of the corporation is follows:

John W. MacKay, 201 South Westland Avenue, Tampa, Florida 33606 .

The undersigned incorporator has executed these Articles of Incorporation this twelfth day of May 2003 .



Elizabeth Shewell, President
Corporate Consulting Ltd.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: AMERICA'S FLOWER COMPANY

2. The name and address of the registered agent and office is:

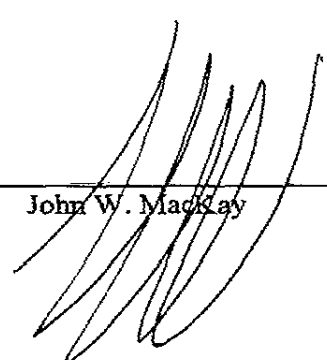
Name

Address

John W. MacKay 201 South Westland Avenue, Tampa, Florida 33606

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



John W. MacKay

12 MAY 03
(Date)