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ARTICLES OF INCORPORATION OF FLOWERS BY ANA INC

ARTICLE I - CORPORATE NAME

The name of this corporation is **FLOWERS BY ANA, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and official mailing address of this corporation shall be 12408 ANTILLE DR; BOCA RATON FL 33428-4803

ARTICLE III - CAPITAL STOCK

The number of shares this corporation is authorized to have outstanding at any one time is 1,000 \$1.00 par value common shares.

ARTICLE IV - INITIAL REGISTERED AGENT

The address of the initial registered office of the corporation is 7301A W PALMETTO PK RD STE 100C; BOCA RATON FL 33433-3403 and the name of the corporation's registered agent for service of process at such address is Robert S. Weinroth, Esq.

ARTICLE V - DIRECTORS

The number of directors of the corporation shall be fixed by the Bylaws. The initial Board of Directors shall consist of

LORNE S YAFFE; 12408 ANTILLE DR; BOCA RATON FL 33428-4803 ADRIANA H YAFFE; 12408 ANTILLE DR; BOCA RATON FL 33428-4803

ARTICLE VI ~ INCORPORATOR

The name and address of the incorporator of the Articles of Incorporation is:

ROBERT S. WEINROTH 7301A W PALMETTO PK RD STE 100C BOCA RATON FL 33433-3403

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is, or was, a director, or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan, or another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such

persons who are parties to such proceedings, in advance of the final disposition of such proceeding, to the full extent permitted by the FL Business Corporation Act.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto executed these Articles of Incorporation this 17^{TH} day of September, 2004.

ROBERT S WEINROTH

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute § 607.051 or 617.0501, 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: FLOWERS BY ANA, INC
- 2. The name of the registered agent and office is:

ROBERT S. WEINROTH
ATTORNEY AT LAW
7301A W PALMETTO PK RD STE 100C
BOCA RATON FL 33433-3403

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT TO SERVICE OF PROCESS FOR THE ABOVE STATE 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 PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSTION AS REGISTERED AGENT.

SIGNATURE:

DATED:

17-September-2004