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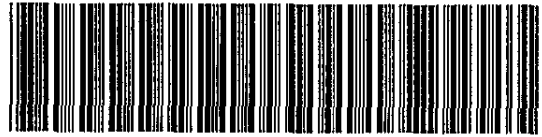
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# **ADRIAN GABALDON**

*Attorney At Law*

210 S. Main Street • P.O. Box 1303  
Auburndale, Florida 33823  
Phone (863) 967-3557 • Fax (863) 967-0755

April 11, 2006

Secretary of State  
Division of Corporations  
Attn: New Filing Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

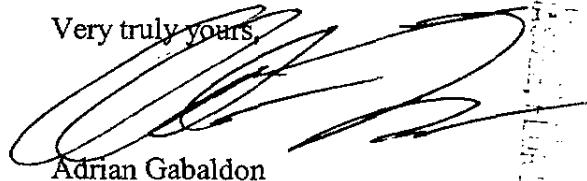
Re: GLENN OAKS FLORIST & VARIETY SHOP, INC.

Gentlemen:

Enclosed are Articles of Incorporation for GLENN OAKS FLORIST & VARIETY SHOP, INC. Also enclosed is a check in the amount of \$78.75 which represents the \$35.00 filing, \$35.00 registered agent fee and \$8.75 for a certified copy of the corporation.

I have also enclosed a self-addressed, stamped envelope for your convenience in returning a conformed copy both items to me.

Very truly yours,



Adrian Gabaldon

FILED  
APR 17 AM 9:47  
TALLAHASSEE, FL 32301

AG:bh

Encs.

**ARTICLES OF INCORPORATION**  
**OF**  
**GLENN OAKS FLORIST & VARIETY SHOP, INC.**

The undersigned natural persons hereby adopt the following Articles of Incorporation for the purpose of forming a professional service corporation for profit under the laws of the State of Florida.

**ARTICLE I – NAME**

The name of this professional service corporation is **GLENN OAKS FLORIST & VARIETY SHOP, INC.**

**ARTICLE II – PRINCIPAL OFFICE**

The principal office, is known, or the mailing address of the professional service corporation is: 516 Dixie Highway, Auburndale, Florida 33823.

**ARTICLE III – CAPITAL STOCK**

This corporation is authorized to issue One Thousand Thousand (1,000) shares, all of one class, at One Dollar (\$1.00) par value.

**ARTICLE IV – INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation shall be 516 Dixie Highway, Auburndale, Florida 33823; and the initial registered agent of this corporation at such office shall be AMY MARIE ANDERSON, 5263 Berkley Road, Auburndale, Florida 33823, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

FILED  
06 APR 17 PM 3:47  
TALLAHASSEE, FLORIDA

## ARTICLE V – INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
MARILYN GLENN	515 Bluff Drive Auburndale, FL 33823
AMY MARIE ANDERSON	5263 Berkley Road Auburndale, FL 33823

## ARTICLE VI – BOARD OF DIRECTORS

A. All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board of Directors.

B. The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws of the corporation. The names and street addresses of the initial directors of the corporation are:

<b>PRESIDENT</b>	MARILYN GLENN 515 Bluff Drive Auburndale, FL 33823
<b>SECRETARY and TREASURER</b>	AMY MARIE ANDERSON 5263 Berkley Road Auburndale, FL 33823

## ARTICLE VII – PURPOSE

This corporation is organized for the purpose of providing floral services; and for transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

## **ARTICLE VIII – DURATION**

This corporation shall have perpetual existence.

## **ARTICLE IX – RESTRAINT ON ALIENATION OF SHARES**

The shareholders of the corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the corporation by any of its shareholders, or in the event of death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the corporation may sell or transfer stock in the corporation except to another individual who is eligible to be shareholder of the corporation. Additionally, the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose.

## **ARTICLE X – INDEMNIFICATION**

This corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

## **ARTICLE XI – PRE-EMPTIVE RIGHTS**

Each shareholder of the corporation shall have full pre-emptive rights to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue shares.

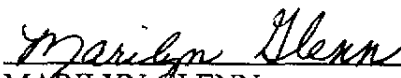
**ARTICLE XII – BYLAW AMENDMENT**

The power to adopt, alter, amend or repeal bylaws of the corporation shall be vested in the Board of Directors and the shareholders, provided that such amendment be in compliance with the laws of Florida governing corporations.

**ARTICLE XII – AMENDMENT**

The corporation may amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, as incorporators, execute these articles of incorporation.

  
MARILYN GLENN

  
AMY MARIE ANDERSON

FILED  
06 APR 17 09:48  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, as the initial registered agent, is familiar with and accepts the duties and responsibilities as the registered agent for  
**GLENN OAKS FLORIST & VARIETY SHOP, INC.**

  
AMY MARIE ANDERSON

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing Articles of Incorporation of **GLENN OAKS FLORIST & VARIETY SHOP, INC.**, was acknowledged before me on this 12 day of April, 2006 by MARILYN GLENN and AMY MARIE ANDERSON, as Incorporators; who produced Florida Driver's Licenses as identification and who did not take an oath.

  
Notary Public

