

**P07000010218**

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From:

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Phone : (850) 784-9174  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**HALLMARK FLOWER SHOPPE, INC.**

Certificate of Status	1
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ARTICLES OF INCORPORATION  
OF  
HALLMARK FLOWER SHOPPE, INC.

The undersigned subscribers to these Articles of Incorporation hereby subscribe to and form a corporation for profit under the laws of the State of Florida.

Article I - Name

The name of the corporation is HALLMARK FLOWER SHOPPE, INC.

Article II - Principal Office and Mailing Address

The address of the principal office of the corporation is 132 Harrison Ave., Panama City, Florida 32401, and the mailing address is the same.

Article III - Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Duration

This corporation shall have perpetual existence and shall commence on filing.

Article V - Capital Stock

This corporation is authorized to issue One Thousand (1,000) shares of common stock, each share having the par value of \$1.00.

Article VI - Initial Registered  
Office and Agent

The street address of the initial registered office of this corporation is 132 Harrison Ave., Panama City, Florida 32401, and the name of the initial registered agent of this corporation

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at that address is Lorie E. McElheney, 132 Harrison Ave., Panama City, Florida 32401.

Article VII - Board of Directors

This corporation shall have at least two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

LORIE E. McELHENEY	132 Harrison Ave. Panama City, Florida 32401
MARTHA A. McELHENEY	132 Harrison Ave. Panama City, Florida 32401

Article VIII - Preemptive Rights

The shareholders of the corporation shall have the preemptive right to acquire unissued or treasury shares of the corporation in proportion to their respective percentages of stock ownership.

Article IX - Incorporators

The name and address of the person signing these Articles is:

Lorie E. McElheney	132 Harrison Ave. Panama City, Florida 32401
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IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of January, 2007.

 (Seal)  
Lorie E. McElheney

STATE OF FLORIDA

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COUNTY OF BAY

23 The foregoing instrument was acknowledged before me this day of January, 2007, by Lorie E. McElheney, who is personally known to me and who did not take an oath.



Pauletta E. Owens

Notary Public

My commission expires: 8/20/10

PAULETTA E. OWENS  
Notary Public - State of Florida  
My Commission Expires Aug. 20, 2010  
Commission No. DD 578470

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## ACCEPTANCE OF REGISTERED AGENT

I, LORIE E. McELHENNEY having been appointed to act as registered agent for HALLMARK FLOWER SHOPPE, INC., in its registered office located at 132 Harrison Ave., Panama City, FL 32401, hereby accept such appointment and agree to serve as registered agent in the Corporation's registered office.

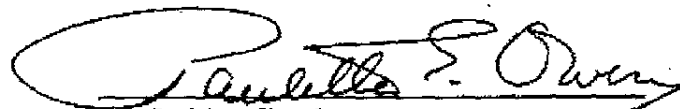
  
LORIE E. McELHENNEY

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STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 23rd day of January, 2007, by LORIE E. McELHENNEY who is personally known to me and who did not take an oath.

  
Pauletta E. Owens

Notary Public

My commission expires: 8/20/10

PAULETTA E. OWENS  
Notary Public - State of Florida  
My Commission Expires Aug. 20, 2010  
Commission No. DD 579470

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