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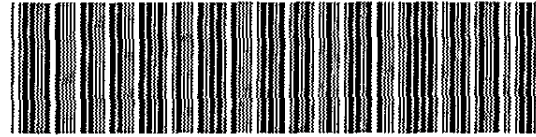
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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## COVER LETTER

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

SUBJECT: Tropic 'All Blooms 'N More INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Rachel H. Walker  
Name (Printed or typed)

4915 NW MANVILLE DRIVE.  
Address

PSL, FL 34983  
City, State & Zip

1-954-324-5254  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
TROPIC'ALL BLOOMS 'N MORE INC.**

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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**

The name of the corporation is TROPIC'ALL BLOOMS 'N MORE INC.

**ARTICLE II  
DURATION AND BEGINNING OF CORPORATION EXHISTANCE**

The corporation shall exist perpetually. The corporate existence shall commence as of filling of the Articles of Incorporation.

**ARTICLE III**

The corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
CAPITAL STOCK**

The corporation is organized to have outstanding one class of stock designated as common stock. The maximum number shares of common stock which the corporation is authorized to have outstanding is 100 shares of common stock at \$1.00 par value per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holder of common stock shall not have preemptive rights to subscribe to the corporations securities.

## **ARTICLE V**

The name of the initial registered agent of this corporation is Rachel H. Walker.  
The state address of the initial registered office of the corporation in the state of Florida is:

4915 NW Manville Drive  
Port Saint Lucie, Florida 34983

## **ARTICLE VI INITIAL BOARD OF DIRECTORS**

The corporation shall have one initial director. The number of directors may be increased or decreased from time to time in the manner provided by the bylaws of the corporation.  
The name and street of the initial director is:

Rachel H. Walker  
4915 NW Manville Drive  
Port Saint Lucie, Florida 34983

## **ARTICLE VII INCORPORATED**

The name and address of the incorporator of these articles of incorporation is:

Rachel H. Walker  
4915 NW Manville Drive  
Port Saint Lucie, Florida 34983


## **ARTICLE VIII INDEMNIFICATION**

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer. Employee or agent of another corporation partnership, joint venture, trust or other enterprise.

**ARTICLE X  
AMENDMENT**

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, the 18 day of January 2007.

  
Rachel H. Walker

**CONSENT TO ACTION TAKEN  
IN LIEU OF PRE-ORGANIZATION MEETING  
OF  
TROPIC'ALL BLOOMS 'N MORE INC**

The undersigned being the incorporator of the corporation consent to and ratify the action taken to organize the corporation as follows:

The certificate of incorporation filed on \_\_\_\_\_ with the secretary of state of Florida was approved and inserted in the book of this corporation.

The person(s) whose name(s) appear below were appointed directors of the corporation to serve for a period of one year until their successors are appointed or elected and shall qualify:

Rachel H. Walker- President  
Victor C. Walker – Vice President

By-Laws regulating the conduct of business and affairs of the corporation as prepared by counsel of the corporation were adopted.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE  
SERVED.**

In compliance with section 48.091 and 607.034, Florida statutes the following is  
submitted: First that TROPIC'ALL BLOOMS 'N MORE INC is desiring to organize or  
qualify under the laws of the State of Florida with its principle place of business at:

4915 NW Manville Drive  
Port Saint Lucie, Florida 34983

As its agent to accept service of process within Florida.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation, at place  
designated in this Certificate, I hereby agree to act in this capacity, and I further agree to  
comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 18 day of January, 2007

BY: Rachel H. Walker  
Rachel H. Walker  
Registered Agent


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STATE OF FLORIDA }

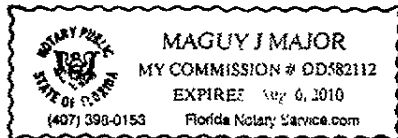
COUNTY Of St. LUCIE }

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Rachel H. Walker, Known to me and Known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 18 day of January, 2007.

  
NOTARY PUBLIC  
State of Florida at Large

My Commission Expires:



## ISSUANCE OF INITIAL SHARES

- a) **ACKNOWLEDGEMENT OF SUBSCRIPTIONS:** the corporation hereby acknowledges that subscriptions were received by it and are hereby accepted by it from the persons in the amounts and for the consideration set forth below:

Subscriber	Number of Shares Subscribed for	Consideration
Rachel H. Walker	50	50
Victor C. Walker	50	50

- b) **PAYMENT OF SUBSCRIPTION:** The officer of the corporation is hereby authorized call for the payment of such subscriptions and issues shares evidenced by properly executed stock certificated against receipt of the subscription prices.
- c) **Non-ASSESSABILITY:** On receipt of the subscription price from each subscriber and the issuance of shares to him or her, such shares will be validly authorized and issued, fully paid and nonassessable.
- d) **ALLOCATION OF PROCEEDS:** Of the consideration received by the corporation for the stock to be issued hereunder, one dollar (\$1.00) shall be allocated to the capital stock account of the corporation for each share issued and the balance shall be allocated to the paid in surplus account.
- e) **DESIGNATED OF BANK DEPOSITORY:** the treasurer of the corporation is authorized to open on behalf of the corporation such accounts as he or she deems necessary appropriate at any commercial bank and to endorse any checks, drafts, notes orders, and bills of exchange payable to or otherwise to the property of the corporation; to deposit them in such, and to draw and sign checks on such accounts in the name of the corporation. The board of Directors hereby adopts any resolutions required by such bank in the connection with this designation as depository, provided the president of the corporation instructs the Secretary in writing to insert as a appendix to this consent a copy of such resolutions, which shall thereupon be deemed to have been adopted by the Board of Directors.

The corporation shall elect to be taxed as a "small business corporation" for income tax purposes under the provision of section 1372 of the Internal Revenue Code and the property officers of the corporations be and they authorized and directed to the United States Treasury Department, Internal Revenue Service.


Executed by the undersigned as first directors of TROPIC'ALL BLOOMS 'N MORE INC. On the date indicated below:

Name of Director

Date of Execution

  
Rachel H. Walker

1/18/07

  
Victor C. Walker

1/18/07

### **SUBCHAPTER ELECTION RESOLUTION**

**RESOLVED**, that the corporation elects to become a small business concern under Subchapter S of the Internal Revenue Service Center in Atlanta, Georgia and that the President of the Corporation is authorized to execute said election form, which shall be also executed by all if the stockholders of the corporation evidencing their consent to the said election.