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25 FEB 13 PM 2:47

January 7, 1995
September 14, 1993

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

FLOWERS IN PARADISE
RE: ~~CARTER FENCE COMPANY~~, INC. EFFECTIVE DATE

FEB 8 1995

Dear Sir:


Enclosed please find the Articles of Incorporation for the above referenced corporation along with a copy of the same for your certification.

Our firm's check in the amount of \$122.50, is enclosed to cover the following fees:

Filing Fee	\$35.00
Certified Copy	\$52.50
Registered Agent	
Designation	\$35.00
	<hr/>
	\$122.50

As always, thank you for your cooperation in this matter.

Sincerely,


KAREN A. REEB
Secretary to
CRAIG "RED" HOLLAND, ESQUIRE

SR

Articles of Incorporation

of

Flowers In Paradise, Inc.

The undersigned; for the purpose of forming a corporation under the laws of Florida hereby adopt the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is Flowers In Paradise, Inc.
The corporate mailing address is 2831 Estoy Avenue, #A-1, Naples, FL 33942.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE FOUR
CAPITAL STOCK

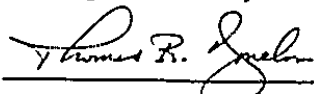
The maximum number of shares which the corporation has authority to issue is 1,750, all of which shall be common stock with \$1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be:

206
649 5th Ave. South Ste., Naples, FL 339 40 and the name of the initial registered agent at such address is: Thomas R. Donelon.

I do hereby accept the position of REGISTERED AGENT, and agree to abide by the duties and responsibilities of same.


Thomas R. Donelon

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive rights.

EFFECTIVE DATE

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ARTICLE SEVEN
INITIAL OFFICERS AND DIRECTORS

The number of Directors constituting the Initial Board of Directors is two(2). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The names and addresses of the Initial Officers and Directors of the corporation is as follows:

Craig Holland
Director, President

2831 Esley Avenue, #A-1
Naples, FL 33942

Thomas Z. Clifton
Director, Secretary/Treasurer

2641 Airport Road, Suite A 101
Naples, FL 33962

ARTICLE EIGHT
INCORPORATORS

The names and addresses of the Incorporators are as follows:

Craig Holland

2831 Esley Avenue, #A-1
Naples, FL 33942

Thomas Z. Clifton

2641 Airport Road, Suite A 101
Naples, FL 33962

ARTICLE NINE
AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon shareholders is subject to this reservation.

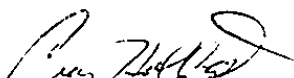
ARTICLE TEN
INDEMNIFICATION

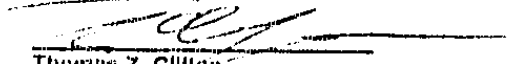
The corporation shall indemnify each officer and director, including former officers and directors, to the full extent of the law.

ARTICLE ELEVEN
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this En day of February, 1995,

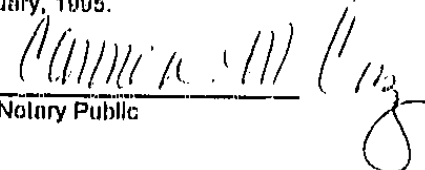

Craig Holland


Thomas Z. Clifton

State of Florida)
County of Collier)

Before me personally appeared Craig Holland and Thomas Z. Clifton, to me known and known to be the person described in and who produced their Florida Drivers' Licenses and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and seal this 8th day of February, 1995.


Notary Public

My Commission Expires:



"OFFICIAL SEAL"
Cannon M. Cruz
My Commission Expires 2/15/97
Commission #CC 259861

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