

A95000038578

TO: DIVISION OF CORPORATIONS
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3894
FAX: (305) 541-3770
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: TIMELESS FLOWERS, INC.
FAX AUDIT NUMBER: H95000005437
DATE REQUESTED: 05/16/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 5
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:49:32
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000005437))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Comment: 00:05:14

FILED
MAY 16 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
5/16

H9 500 0005 4 37

H9 500 0005 4 37

**ARTICLES OF INCORPORATION
OF
TIMELESS FLOWERS, INC.**

FILED
95 MAY 16 PM 12:03
6
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be **TIMELESS FLOWERS, INC.** hereinafter referred to as the "Corporation."

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Florida Business Corporation Act.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 609 Minorca Avenue, Coral Gables, Florida 33134.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of common stock, with no par value.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent for the Corporation is Margaret Julien, 609 Minorca Avenue, Coral Gables, Florida 33134.

Margaret Julien, Esq.
3191 Coral Way • 107
Miami, FL 33145
(305) 444-6881
Fla. Bar No. 93577B

H9500005437

ARTICLE VII - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights available to its shareholders and granted on uniform terms and conditions prescribed by its Board of Directors.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two directors. The number of directors may be either increased or decreased from time to time, as provided in the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Ileana Borroto
609 Minorca Avenue
Coral Gables, Florida 33134

Rene Borroto
609 Minorca Avenue
Coral Gables, Florida 33134

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the Corporation shall be vested in the Board of Directors.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

A majority of the Shareholders of the Corporation shall constitute a quorum at a meeting of the Shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote shall be the act of the Shareholders.

ARTICLE XI - ARTICLES OF INCORPORATION

The power to adopt, alter, amend or repeal these Articles of Incorporation shall rest with the Shareholders at a Shareholders' meeting.

ARTICLE XII - INCORPORATOR

The name and street address of the incorporator of this Corporation is Margaret Julien, 3191 Coral Way, Suite 107, Miami, Florida 33145.

H9500005437

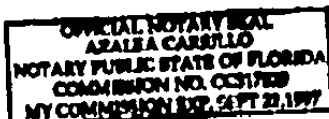
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th day of May, 1995.


Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Margaret Julien, known to me or who produced FLDLT150-560-64-709-0 as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of May, 1995.




NOTARY PUBLIC, State of Florida at Large


H9500005437

H9500005421

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: May 15, 1995


By: Margaret Julius
Registered Agent
Address: 609 Minorca Avenue
Coral Gables, FL 33134

FILED
95 MAY 16 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H9500005437

H9500005437

P95000038578

Timeless Flowers, Inc.



FILED

96 APR 29 PM 3:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 26, 1

441-7978
05/01/96 010001-013
*****25.00 *****25.00

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

Dear Sir:

Please accept the enclosed Articles of Dissolution from Timeless Flowers, Inc. I've also enclosed a check in the amount of \$35.00 to cover the filing fee. Should you have any questions please contact us at the address below. Our phone number is 305-441-7978.

Sincerely,

Rene Borroto - President

N. HENDRICKS MAY - 6 1996

Vol.
DISS.

ARTICLES OF DISSOLUTION

FILED

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

96 APR 20 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of the corporation is: TIMELESS FLOWERS, INC

SECOND: The articles of incorporation were filed on: MAY 16, 1995

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☒ A majority of the incorporators authorized the dissolution.

☐ A majority of the directors authorized the dissolution.

Signed this 26 day of APRIL, 19 96

Signature

[Signature]
(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

RENE BORRUTO

(Typed or printed name)

PRESIDENT

(Title)