

P95000042698

May 16th, 1995.

Secretary of State
Articles of Incorporation
Florida Department of State
New Filings Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL
32399

Dear Madam/Sir:

900001496399
-05/23/95--01052--005
****131.25 ****131.25

Please find proposed articles of incorporation for Brimalia Flowers Corp. Enclosed you will also find check No. ~~0007~~ in the amount of \$131.25, for filing fees and for a Certificate of Good Standing.

Thank you for your attention.

Best Regards


Virginia Maria Hernandez
President

VMH/sdek

Encl.

DMC 5/25/95

W95-10992

634

FILED
95 JUN -1 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 25, 1995

VIRGINIA M. HERNANDEZ
6899 W 31 AVENUE
HIALEAH, FL 33016

SUBJECT: BRIMALIA FLOWERS CORP.
Ref. Number: W95000010992

We have received your document for BRIMALIA FLOWERS CORP. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 195A00026633

May 30th, 1995.

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

Subject: Letter Number 195A00026633

Dear Madam/Sir:

Please find attached our resubmittal of Incorporation Documentation for Brimalia Flowers Corp.. I have listed the operating business address in Article I along with the Name of the corporation.

If you should require any further assistance, please feel free to contact me at 305-665-5627 (work).

Looking forward to hearing from you in the near future.

Thank you for your help.

BRIMALIA FLOWERS CORP.


Sylvie de Kappelle
Accountant

Articles of Incorporation

of

BRIMALIA FLOWERS CORP.

FILED

95 JUN -1 PM 3:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The Name of this corporation is: BRIMALIA FLOWERS CORP.

Doing Business at: 1255 West 46th ST, Hialeah, FL 33012

Article II - Duration

This Corporation shall exist perpetually.

Article III - Purpose

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

Article IV - Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of One and no % Dollar (\$1 00) par value common stock, which shall be designated "Common Shares".

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 6899 W 31 avenue, Hialeah, FL 33016 and the name of the initial registered agent of this corporation at that address is Virginia Maria Hernandez.

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be eigher increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name (s) and address(es) of the initial director(s) of this corporation is (are):

<u>Name</u>	<u>Address</u>
Virginia Maria Hernandez	6899 W 31 Avenue, Hialeah, FL 33016
German Perez	6899 W 31 Avenue, Hialeah, FL 33016

Article VII - Incorporator (s)

The name(s) and address(es) of the person(s) signing these articles is (are):

Name	Address
Virginia Maria Hernandez	6899 W 31 Avenue, Hialeah, Fl 33016

Article VIII - Bylaws

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

Article IX - Approval of shareholders required for Merger

The approval of the shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

Article X - Right of Shareholders to Dissent

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

Article XI - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

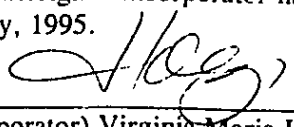
Article XII - Indemnification

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

Article XIII

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 16th day of May, 1995.


(Incorporator) Virginia Maria Hernandez

STATE OF FLORIDA

COUNTY OF DADE

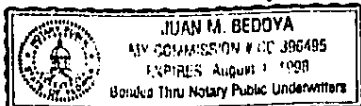
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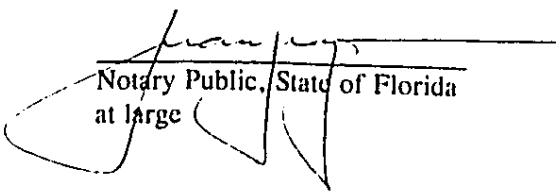
SS

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Virginia Maria Hernandez, known to me and knows by me to be the person who executed the foregoing articles of incorporation, and she acknowledged before me that she executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16 day of MAY, 1995.

My Commission Expires:




Notary Public, State of Florida
at large

CERTIFICATE OF RESIDENT AGENT

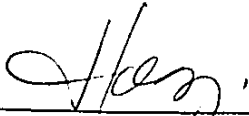
In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance with said Act:

FIRST: That Brimalia Flowers Corp Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Hialeah, County of Dade, State of Florida, has named Virginia Maria Hernandez Located at 6899 W 31 Avenue, City of Hialeah, County of Dade, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: _____



(resident Agent) Virginia Maria Hernandez

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA