

P95000061976

Angela Machek Stone
P. O. Box 98
East Palatka, FL 32131

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -9 AM 8:55
TALLAHASSEE, FL 32314
122.50

August 8, 1995

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

Dear Sir:

We enclose Articles of Incorporation for Florakist, Inc.,
to be a Florida Corporation, pursuant to Section 607.164 Florida
Statutes, which you will please file, approve and advise us.

We enclose a check in the sum of \$122.50 to cover the following
fees and taxes, to wit:

For filing Articles of Incorporation	\$35.00
For a certificate designating Registered Agent	35.00
For Charter tax, authorizing 10,000 shares of stock, par value of \$1.00 per share and a certified copy of Charter	52.50

\$122.50

Please advise us promptly if the remittance is not in accordance
with your requirements.

Yours very truly,

Angela Machek Stone
Angela Machek Stone

enclosures

8/8/95

ARTICLES OF INCORPORATION

OF

FLORAKIST, INC.

FILED
SECRETARY OF STATE
FLORIDA CORPORATIONS

95 AUG -9 AM 8:55

We, the undersigned incorporators hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1. NAME

The name of this corporation is:

FLORAKIST, INC.

ARTICLE 11. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is: To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property; and services, of every class, kind and description; except that it is not to conduct a banking, safe deposit trust, insurance surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand shares of common stock having a par value of one dollar (\$1.00) a share.

ARTICLE IV. INITIAL STOCK

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is Post Office Box 266, East Palatka, Florida 32131.

Said principal office is located on 219 Hwy. 17 South, at East Palatka, Florida.

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

This corporation shall have three directors initially. The number may be increased or diminished from time to time, by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office address of the members of the first Board of Directors are:

Name	Address
----	-----
James E. Machek	P.O. Box 382, East Palatka, FL 32131
Angela Machek Stone	P.O. Box 98, East Palatka, FL 32131
Michael E. Edenfield	P.O. Box 357, East Palatka, FL 32131

ARTICLE IX. SUBSCRIBERS

The name and post office address of each subscriber of these articles of incorporation are:

Name -----	Address -----
James E. Machek	P.O. Box 382, East Palatka, FL 32131
Angela Machek Stone	P.O. Box 98, East Palatka, FL 32131
Michael E. Edenfield	P.O. Box 357, East Palatka, FL 32131

ARTICLE X. TRANSACTIONS WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction to this corporation, provided that the fact that they or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation who is also a director or officer of such other corporation or member of such firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if they were not such officers or directors of such other corporation or member of such firm, or not so interested.

ARTICLE XI. BY-LAWS

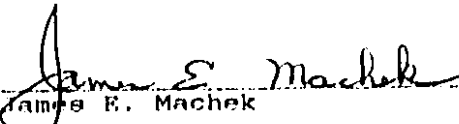
(a) The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation, provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-laws which have been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by vote of the directors until two years have expired since such action by vote of such stockholders.

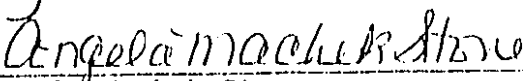
(b) The by-laws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of this state or the United States.

ARTICLE XII. AMENDMENT OF ARTICLE OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles for the uses and purposes therein stated.


James E. Machek


Angela Machek Stone


Michael E. Edenfield

FILED
NOTARY OF STATE
CORPORATIONS

95 AUG -9 AM 8:55

STATE OF FLORIDA
COUNTY OF PUTNAM

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared James E. Machek and Angela Machek Stone to me known to be persons described subscriber in and who executed the foregoing articles of incorporation, and acknowledged before me that they subscribed to those articles of incorporation.

WITNESS my hand and official seal in the county and state named above this 8th day of August, 1995

My comission Expires



SHEILA RENEE REESOR
MY COMMISSION # CC460024 EXPIRES
June 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Sheila Renee Reesor
Notary Public State of Florida at Large

STATE OF FLORIDA
COUNTY OF PUTNAM

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Michael E. Edenfield to me known to be the person described and subscribers in and who executed the foregoing articles of incorporation, and acknowledged before me that they subscribed to those articles of incorporation.

WITNESS my hand and official seal in the county and state named above this 8th day of August, 1995

My comission Expires



SHEILA RENEE REESOR
MY COMMISSION # CC460024 EXPIRES
June 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Sheila Renee Reesor
Notary Public State of Florida at Large

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OFFICE OF CORPORATIONS

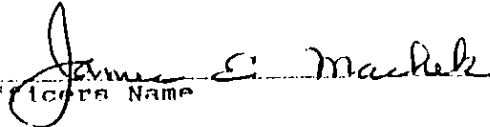
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

JUN 9 - 9 AM 8:55

In pursuance of Chapter 46.091, Statutes, the following is submitted,
in compliance with said Act:

Floraklat, Inc.

a corporation organized under the laws of the State of Florida, with its
principal office at 219 Hwy. 17 South, in the City of East Palatka,
County of Putnam, State of Florida, has named James E. Machek, located
at 219 Hwy. 17 South, Box 382, in the City of East Palatka, County of
Putnam, State of Florida, as its agent to accept service of process within
this state.

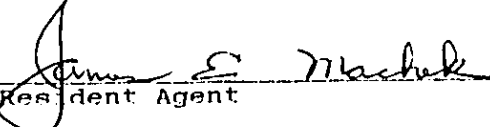


Officers Name

James E. Machek

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process, to keep the
office open during prescribed hours, to post my name in some conspicuous
place in office as required by law.



Resident Agent

James E. Machek