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PERRY D. MONILOUDIS
ATTORNEY AT LAW

235 N UNIVERSITY DRIVE
PEMBROKE PINES, FLORIDA 33024

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September 8, 1995

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***122.50 ***122.50

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

Re: ADVANTAGE FLORAL DISTRIBUTORS, INC.

Dear Sir or Madam:

Enclosed herewith please find one original and two copies of Articles of Incorporation for the above referenced corporation and a check in the amount of \$122.50, representing the fees for filing, obtaining a certified copy and registered agent designation.

Please have one of these documents stamped as received and returned to my office. A self-addressed postage stamped envelope is enclosed for your convenience. Should you have any questions with regard to this filing, please do not hesitate to call.

Very truly yours,

Perry D. Monioudis
Perry D. Monioudis

PDM/sdl

Enclosures
cc: Fernando Benitez

9-15-95
[Signature]

RECEIVED
TALLAHASSEE, FLORIDA
SEP 12 AM 9:28

ARTICLES OF INCORPORATION
OF
ADVANTAGE FLORAL DISTRIBUTORS, INC.

FILED
05 SEP 12 PM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF CORPORATION

The name of this organization shall be ADVANTAGE FLORAL DISTRIBUTORS, INC.

ARTICLE II
TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III
GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV
AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 100 shares of Common Stock, par value \$0.01 per share.

ARTICLE V

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall be determined by the initial Board of Directors.

ARTICLE VI

ADDRESS OF PRINCIPAL OFFICE

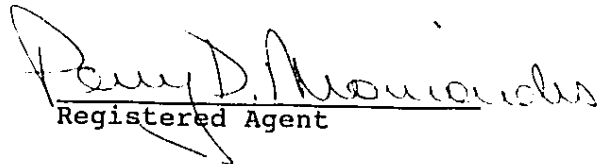
The address of the principal office of the Corporation is:

8314 N.W. SOUTH RIVER DRIVE
MEDLEY, FLORIDA 33166

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 235 North University Drive, Pembroke Pines, Florida 33024, and the initial registered agent of this Corporation at that address shall be Perry D. Monioudis, who, by his signature below accepts this designation.


Registered Agent

ARTICLE VIII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

| NAME | ADDRESSES |
|--------------------|--|
| FERNANDO BENITEZ | 6990 PARK STREET HOLLYWOOD, FLORIDA 33024 |
| ENRIQUE M. BENITEZ | 1421 S.W. 98TH AVENUE PEMBROKE PINES, FLORIDA 33025 |

ARTICLE X

INITIAL OFFICERS

The names and titles of the initial officers of the corporation shall be as follows:

| NAME: | TITLE: |
|--------------------|----------------|
| FERNANDO BENITEZ | PRESIDENT |
| ENRIQUE M. BENITEZ | VICE-PRESIDENT |

ARTICLE XI

INCORPORATOR

The names and street addresses of the persons signing these Articles of Incorporation are:

| NAME | ADDRESS |
|--------------------|--|
| FERNANDO BENITEZ | 6990 PARK STREET HOLLYWOOD, FLORIDA 33024 |
| ENRIQUE M. BENITEZ | 1421 S.W. 98TH AVENUE PEMBROKE PINES, FLORIDA 33025 |

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal,
this 31st day of September, 1995.

FERNANDO BENITEZ

ENRIQUE M. BENITEZ

STATE OF FLORIDA)

COUNTY OF BROWARD)

SS:

The foregoing instrument was acknowledged before me this 31st
day of September, 1995, by FERNANDO BENITEZ and ENRIQUE M.
BENITEZ, the Incorporators and who executed the foregoing Articles
of Incorporation, and who produced FL Drivers License as
identification and who did (did not) take an oath.

NOTARY PUBLIC

Sign: Perry D. Monioudis

Print: PERRY D. MONILOUDIS

My Commission Expires:

(SEAL)



OFFICIAL SEAL
PERRY D. MONILOUDIS
My Commission Expires
Dec. 5, 1995