

09.14.95 04:59 PM \*DESANTIS, GASKILL, HUN PO1

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9/14/95 FLORIDA DIVISION OF CORPORATIONS 4:10 PM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: DESANTIS, GASKILL & HUNSTON, P.A.  
DEPARTMENT OF STATE 11891 US HWY ONE  
STATE OF FLORIDA PO BOX 14127  
409 EAST BAINES STREET NORTH PALM BEACH FL 33408-0127  
TALLAHASSEE, FL 32399 CONTACT: TRACI L DONALDSON  
FAX: (904) 922-4000 PHONE: (407) 622-2700  
FAX: (407) 622-2841  
(((HP5000010295))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: BOUNTIFUL BLOSSOM, INC.

FAX AUDIT NUMBER: HP5000010295 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 09/14/1995 TIME REQUESTED: 16:10:19  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 073447002234

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ARTICLES OF INCORPORATION  
OF  
BOUNTIFUL BLOSSOM, INC.

ARTICLE I. NAME

The name of this corporation shall be BOUNTIFUL BLOSSOM, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the FLORIDA DEPARTMENT OF STATE. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSES, POWERS, & RIGHTS

This corporation is being organized for the purpose of engaging in any lawful act or activity for which corporations may be organized under the laws of the State Of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by laws of the State Of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

A. All corporate powers shall be exercised by or under the

DeSantis, Gaskill, Hunston,  
Smith, Shenkman & Doane, P.A.  
11891 US Highway One  
North Palm Beach, FL 33408  
Curtis L. Shenkman, Esquire/FL Bar No. 0438911  
407-622-2700

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corporation shall be managed under the direction of, the Board Of Directors, except as otherwise herein provided or reserved to the holders of common stock.

- B. 1. As indicated above, the number of members of the Board Of Directors may be increased from time to time, as provided in this corporation's bylaws, but (subject to vacancies) in no event may there be less than one director. Each director shall serve until the next annual meeting of shareholders.
2. If any vacancy occurs in the Board Of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.
3. The names and mailing addresses of the persons who shall serve as directors of the corporation until the first annual meeting of the shareholders are as follows:

M. O. Simmons 1220 N. Ocean Boulevard  
Palm Beach, FL 33480

Joe Simmons 1220 N. Ocean Boulevard  
Palm Beach, FL 33480

ARTICLE VII. DIRECTOR & SHAREHOLDER ACTION BY CONSENT

Any corporate action upon which a vote of directors (or a committee thereof) or shareholders is required or permitted may be taken without a meeting or vote of directors or shareholders with the written consent of not less than a majority of directors or shareholders having not less than a majority of all of the stock entitled to vote upon the action if a meeting were held; provided, that in no case shall the written consent by holders have less than the minimum percent of the vote required by statute for the proposed corporate action and provided that prompt notice be given to all directors and shareholders of the taking of corporate action without a meeting and by less than unanimous written consent.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

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**ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT**

The address of this corporation's principal office, the address of this corporation's initial registered office, and the name of the individual who shall serve as this corporation's initial registered agent at that address is: M. O. Simmons, 1220 N. Ocean Boulevard, Palm Beach, FL 33480.

**ARTICLE X. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator is: M. O. Simmons, 1220 N. Ocean Boulevard, Palm Beach, FL 33480.

**ARTICLE XI. AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

M. O. Simmons  
M. O. Simmons - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of BOUNTIFUL BLOSSOM, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for the Corporation.

M. O. Simmons  
M. O. Simmons - Registered Agent

State of FLORIDA  
County of PALM BEACH

On ~~August 30~~ <sup>Sept 13</sup>, 1995, M. O. Simmons, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me or produced a driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation.

Stacy L. Harms Commission Number: CC 375727  
Notary Public

Stacy L. Harms (Notary Name printed, typed or stamped)

Desantis, Gaskill, Hunston,  
Smith, Shenkman & Doane, P.A.  
11891 US Highway One  
North Palm Beach, FL 33408  
Curtis L. Shenkman, Esquire/FL Bar No. 0428911  
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M. O. Simmons  
M. O. Simmons - Incorporator

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M. O. Simmons  
M. O. Simmons - Registered Agent

State of FLORIDA  
County of PALM BEACH

On ~~August 30~~ <sup>Sept 13</sup>, 1995, M. O. Simmons, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me or produced a driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles of Incorporation.

Stacy L. Harms  
Notary Public

Commission Number: CC 375727

Stacy L. Harms (Notary Name printed, typed or stamped)

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Smith, Shankman & Doane, P.A.  
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