

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Flower Shippeds, Inc.

96 FEB 28 AM 11:27

SECRETARY OF STATE DISBURSED
TALLAHASSEE, FLORIDA

Capital Express™
☒ Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
☒ () Cert. Copy(s)

Art. of Amend. File
Dissolution/Withdrawal

C U S - 800001726708
-02/28/96-01011-019

Various Name File
****122.50 ****122.50

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval

File No.'s, Copies
Courier Service
Shipping/Handling

Phone ()
Top Priority

Express Mail Prop.
FAX () pgs.

SUBTOTALS _____

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 2/28 1:00
Will Pick Up

ARTICLES OF INCORPORATION

OF

FLOWER SHIPPERS, INC.

FILED

96 FEB 28 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, providing for the formation and liabilities, rights, powers, privileges and immunities of a corporation for profit, and I hereby certify:

ARTICLE I

The name of the Corporation shall be:

FLOWER SHIPPERS, INC.

ARTICLE II

This Corporation shall have perpetual existence commencing on the date of this filing of the Articles with the Department of State.

ARTICLE III

The general purpose of the corporation will be to operate a wholesale and retail business of sale or rental of plants, shrubs, flowers, and accessories, and to market same. Further, to purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise, and real and personal property of every class and description and to engage in any lawful business under of the laws of the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 100 shares at (\$1.00) Dollar Par Value, which shall be designated as "Common Stock".

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his prorata of share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

The location of the principal office of this Corporation in the State of Florida is 5154 Woodruff Lane, Palm Beach Gardens, Florida 33418.

ARTICLE VII

The street address of the initial registered office of this Corporation is 5154 Woodruff Lane, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of this Corporation at the address is **GINA SORICE**.

ARTICLE VIII

This Corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the Bylaws, however, there shall never be less than one Director. The name and address of the initial Board of Directors are:

GINA SORICE
5154 Woodruff Lane
Palm Beach Gardens, Florida 33418

ARTICLE IX

The name and address of the Incorporator signing these Articles is:

GINA SORICE
5154 Woodruff Lane
Palm Beach Gardens, Florida 33418

ARTICLE X

The Officers of the Corporation shall be:

GINA BORICE
5154 Woodruff Lane
Palm Beach Gardens, Florida 33418

ARTICLE XI

This Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XII

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XIII

This Corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the ____ day of February, 1996.



GINA BORICE

STATE OF FLORIDA

COUNTY OF PALM BEACH

ss:

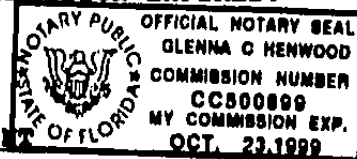
FILED

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BEFORE ME, the undersigned authority, personally appeared, GINA BORICE, who produced as Identification FL D.L. License

_____, known to me and by me to be the person who executed the above Articles of Incorporation, for the purposes therein expressed, this 27th day of February, 1996.

Glenna C. Henwood
GLENNA C. HENWOOD
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE
MY COMMISSION EXPIRES:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Gina Borice
GINA BORICE