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TO: DIVISION OF CORPORATIONS FROM: EMPLOYEE CORPORATION COMPANY

DEPARTMENT OF STATE 1450 BUNGE ST

STATE OF FLORIDA SUITE 200

1000 S. BAY STREET MIAMI FL 33135-94

TALLAHASSEE FL 32309 CONTACT: KAY STORMONT

FAX: (904) 541-4000 PHONE: (305) 541-3094

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FLORAL CONSULTANTS, INC.

FAX AUDIT NUMBER: H90000003838

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/18/1998

TIME REQUESTED: 12:22:09

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 7

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$70.00

ACCOUNT NUMBER: 072450003255

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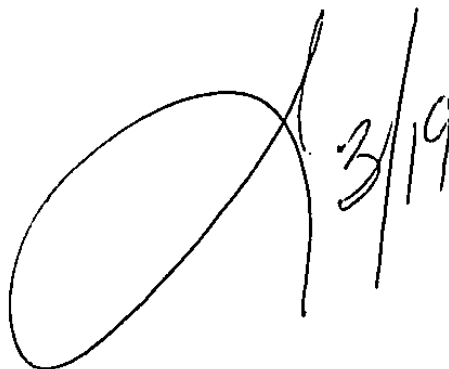
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
FLORAL CONSULTANTS, INC.

FILED  
56 MAR 18 PM 5:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
7

I, the undersigned, hereby makes, subscribes, acknowledges and files these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be Floral Consultants, Inc.

ARTICLE II

Purpose

The general nature of the business to be transacted and the object and purposes for this corporation shall be unlimited as the laws of the State of Florida may allow.

ARTICLE III

The capital stock of this corporation shall consist of five hundred (500) shares of common stock of \$1.00 par value, fully paid and non-assessable.

ARTICLE IV

Principal Address.

Initial Registered Office and Agent

The principal address of this corporation shall be: 6381 Plymouth Lane, Davie, Florida 33331 and the initial

ALAN W. COHN, ESQ.  
P.O. Box 253261  
1152 N. University Dr.  
Pembroke Pines, FL 33024  
(305) 431-8100

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registered office of this corporation shall be: 6301 Plymouth Lane, Davie, Florida 33331. The name of the initial registered agent of this corporation shall be: Manuel D. Pena.

#### ARTICLE V

##### Shareholder Management

This corporation shall not have a Board of Directors, but shall be managed directly by or under the direction of the shareholders. The shareholders shall be solely vested with the power to adopt, alter, amend or repeal by-laws.

#### ARTICLE VI

##### Special Provisions

The following special provisions shall govern this corporation.

A. The time and place of the annual shareholders' meeting shall be fixed and provided for in the by-laws, and notice of same shall be given in one of the methods provided by law. Any shareholder may waive notice of the time, place and purpose of any meeting either before, at or after such meeting.

B. There shall be a President, Vice President, Secretary, and Treasurer of the corporation, and such assistance as the shareholders may, by resolution, determine to be necessary and/or as provided in the by-laws. This corporation may also have such other officers, assistants and factors as may be determined

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necessary and provided for by resolution of the shareholders and/or in the by-laws. Any person may hold two or more offices. The shareholders may, at any time, by majority vote at a duly called and noticed meeting, declare any office vacant or remove any officer and elect a successor thereto.

C. The officers may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.

D. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

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E. No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the officers, individually or jointly, may be a party or parties to or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer or officers of the corporation is a party or parties to or interested in such person or persons, firm or corporation, and each and every person who may become an officer of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting

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with the corporation for benefit of himself or any firm, association or corporation in which he may be anyways interested.

#### ARTICLE VII

##### Officers

The Officers of the corporation who shall conduct the business of the corporation during the first year of its existence or until their successors are elected and qualified shall be:

President	Manuel D. Pena 6381 Plymouth Lane Davie, FL 33331
Vice President	Manuel C. Pena 6381 Plymouth Lane Davie, FL 33331
Treasurer	Manuel D. Pena 6381 Plymouth Lane Davie, FL 33331
Secretary	Manuel D. Pena 6381 Plymouth Lane Davie, FL 33331

#### ARTICLE VIII

##### Incorporators

The name and address of the incorporator is:

Manuel D. Pena  
6381 Plymouth Lane  
Davie, FL 33331

#### ARTICLE IX

##### Amendment

This corporation shall commence its existence upon filing with

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the Secretary of State of the State of Florida.

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

In Pursuance of Chapter 40.091, Florida Statutes, the following is submitted in compliance with said Act.

That FLORAL CONSULTANTS, INC. desiring to organize under the laws of the State of Florida, with its Registered Officer as indicated in the Articles of Incorporation at 6381 Plymouth Lane, Davie, Florida 33331, has named Manuel D. Pena located at 6381 Plymouth Lane, Davie, FL 33331, as its Registered Agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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

  
MANUEL D. PENA

DATED: 3-12-96

FILED

SECRETARY OF STATE  
ALBUQUERQUE, NEW MEXICO  
MAR 12 1996  
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IN WITNESS THEREOF, the undersigned incorporator has  
subscribed to these Articles of Incorporation this 12 day  
of March, 1996.

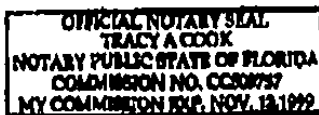
  
MANUEL D. PENA

STATE OF FLORIDA }  
COUNTY OF BROWARD } ss:

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of March, 1996.

  
NOTARY PUBLIC, State of Florida

My Commission Expires:



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