

P96000032487
BLOOMYS..

....Your First Pick For Fresh Floral
"Have a Bloomingful Day"

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

300001775873
-04/11/96--01010--007
*****70.00 *****70.00

re: Articles of Incorporation for Bloomys, Inc.

Dear Sir:

Enclosed please find a check in the amount of \$70.00 and the duly executed Articles.

Please file immediately and forward the appropriate letter of filing.

Thanking you in advance.


Kathleen A. Fried

enclosure as stated
KAF/lal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 10 PM 2:14

Telephone:(954)389-8562
Fax.....:(954)349-8033
Toll Free....:(800)684-5475
X-0397

g 4/15/96

EFFECTIVE DATE

4/8/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR 10 PM 2:14

ARTICLES OF INCORPORATION
OF
BLOOMYS, INC.

I, the undersigned, do hereby execute the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE ONE

The name of this Corporation shall be:

BLOOMYS, INC.

ARTICLE TWO

This corporation shall commence its existence on April 8, 1996, and shall exist perpetually thereafter unless sooner dissolved according to law.

The general purpose for which the Corporation is organized includes the transaction of any and all lawful business for which the Corporation may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE THREE

This corporation may engage in any activity of business permitted under the laws of the State of Florida.

ARTICLE FOUR

Capital Stock Authorized: 100 Shares

Par Value thereof: 1.00

Characteristics of such stock shall be : Common

ARTICLES FIVE

The initial street address in the State of Florida of the principal office of this corporation shall be:

361 Palm Blvd. Ft. Lauderdale, Fla. 33326

ARTICLE SIX

The street address of the initial registered office is:

361 Palm Blvd. Ft. Lauderdale, Fla. 33326

The name of the Corporation's initial registered agent is:

KATHLEEN ANN BURRIS - FRIED

ARTICLE SEVEN

The number of directors of this Corporation shall be not less than one (1) director.

ARTICLE EIGHT

The name and post office address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified:

NAME:

ADDRESS:

KATHLEEN ANN BURRIS-FRIED

361 Palm Blvd. Ft. Lauderdale, Fla. 33326

ARTICLE NINE

The name and post office address of the sole subscriber to the Certificate of Incorporation is:

KATHLEEN ANN BURRIS- FRIED

361 Palm Blvd.

Ft. Lauderdale, Fla. 33326

ARTICLE TEN

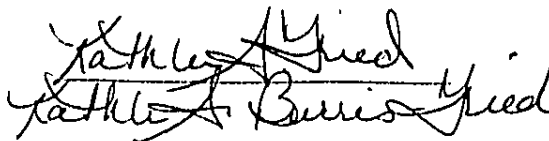
It is hereby expressly provided that at the option of the shareholder or shareholders of this corporation at a duly called meeting, the shareholder or shareholders shall be given the powers and right to elect to take advantage of certain provisions of the Internal Revenue Code which

allows for the election of a corporation to be organized and operated under Subchapter S. The shareholder or shareholders shall further be given the right and option to designate a plan for the issuance of 1244 Stock.

ARTICLE ELEVEN

The Corporation shall have all rights and powers consistent with the laws of the State of Florida.

I, the undersigned being the original sole subscriber to the capital stock herein above-named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, and accordingly, do hereunto set my hand and seal this 8 day of April, 1996.

A handwritten signature in cursive script, reading "Kathleen Ann Burris Fried". The signature is written in dark ink and is positioned above the notary section of the document.

STATE OF FLORIDA

COUNTY OF BROWARD

I DO HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above to take acknowledgments, personally appeared before me, KATHLEEN ANN BURRIS - FRIED, to me known to be the Sole Subscriber described in and who executed the foregoing Articles of Incorporation, and acknowledged to be before me that she subscribed to said Article of Incorporation.

Witness my hand and official seal at Ft. Lauderdale, Broward County, Florida this 8
day of April, 1996.

Alice Wilson

Notary Public, State of Florida at Large

My commission expires:



ALICE WILSON
COMMISSION # 00400000
EXPIRES MAY 23, 1999

RESIDENT AGENT CERTIFICATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR 10 PM 2:14

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE (REGISTERED
OFFICE) AND PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the said Act:

That BLOOMYS, INC. Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the Ft. Lauderdale, County of Broward, State of Florida, has named KATHLEEN ANN BURRIS-FRIED, located at 361 Palm Blvd. Ft. Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this state; and does designate such agent's address as its registered office within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



KATHLEEN ANN BURRIS-FRIED, REG. AGENT