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ARTICLES OF INCORPORATION

OF

ALL IN BLOOM, INC.

SECRETARY OF STATE
TALLAHASSEE, FI ORIO

ARTICLE I

NAME

The name of the corporation is ALL IN BLOOM, INC.

ARTICLE II

DURATION

This corporation shall have a perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITOL STOCK

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V

PRINCIPAL OFFICE. INITIAL REGISTERED OFFICE AND AGENT

The principal office and the initial registered office shall have the same address. The street address of the principal office and initial registered office of this corporation is 5105 SE Gem Drive, Stuart, Florida 34997, and the name of the initial registered agent of this corporation is Carol A. Ridgely.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is three. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The names and addresses of the initial directors of this corporation are:

Carol A. Ridgely					Florida 34997
1 2 1					Florida 34997
Gary A. Aliperti	1086	NE	Ocean View	Circle,	Jensen Beach, Florida 34957

ARTICLE VII

INCORPORATOR

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

Carol A. Ridgely 5105 SE Gem Drive Stuart, Florida 34997

ARTICLE VIII

POWERS

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

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE X

STOCK TRANSFER RESTICTIONS

Shares of capitol stock of the corporation may not be sold or otherwise transferred to other persons unless first offered to this Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders, which agreement may expand this Article and which may also include the Corporation as a party.

ARTICLE XI

BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

ARTICLE XII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30d day of 1996.

Carol A. Ridgely Incorporator

STATE OF FLORIDA COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 30 day of 1000, 1996, by Carol A. Ridgely, who is personally known to me and she acknowledged before me that she executed the foregoing instrument.

Elizabeth P. Bonan Notary Public

> ELIZABETH P. CC 40054 MY COMMISSION # CC 40054 ECPTRES: MONERATIS, 1909

SEAL)

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATE FOLLOWING IS SUBMITTED:	TUTES, THE AND SO JUNE 1
FIRSTTHAT ALL IN BLOOM, INC., DESIRING TO ORGUNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT OF BUSINESS AT STUART, FLORIDA,	JANIZE OR OBALIFY CONTROL OF THE PRINCIPAL CON
SECONDNAMED Carol A. Ridgely, LOCATED AT 5109 Stuart, Florida 34997, AS ITS AGENT TO ACCEPT S WITHIN FLORIDA.	SE Gem Drive, 5
Carol A. Ric Incorporator	a Redgely
Date: June	3, 1996
UNUTED DEEM NAMED TO ACCEPT CEPUICE OF DECCEC	FOR THE ABOVE

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Carol A. Ridgely

Date: June 3 1996