4:25 PM PUBLIC ACCESS SYSTEM (((H90) ELECTRONIC FILING ro: PHONE: (305) 541-3694 FAX: (305) 541-3770 DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. 96000009674))) NAME: FLORA ROSE FAX AUDIT NUMBER: H90000009074 CURRENT STATUS: REQUESTED DATE REQUESTED: 07/11/1998 TIME REQUESTED: 16:25:35 CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: 1 NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000009674))) ** ENTER 'M' FOR MENU, ** ENTER BELECTION AND (CR): Help F1 Option Menu F2 NUM CAPS Connect: 00:04:1

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ARTICLES OF INCORPORATION

FLORA ROSE, INC.

WE, the undersigned, hereby associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, Chapter 607, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and wee hereby make, subscribe and acknowledge and file with the Secretary of State these Articles of Incorporation; and to that end we do, by these Articles set forth;

ARTICLE ONE-MAME

The name of this corporation is FLORA ROSE, INC.

ARTICLE TWO-DURATION

The corporation shall have a perpetual existence.

ARTICLE TEREE-PURPOSE

The purpose of this corporation is to engage in any activity or business allowed and permitted to be done by corporations under the statutes of the State of Florida. The corporation shall transact and carry on any business hereinafter mentioned, and all other lawful business not herein delineated, as the need arises, as fully and to the same extent as natural persons might or could do.

Prepared By: Fred Hochsztein, Esq. 2999 N.E. 191st Street, Suite 900 Aventura, Florida 33180 (305) 682-1328 Fla. Bar No. 378216

ARTICLE FOUR-CAPITAL STOCK

The aggragate number of shares which the corporation is authorized to Issue is 1,000 shares of common stock. Such shares shall be of single class and shall have a par value of \$0.01 per share. All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE FIVE- SUBSCRIBERS

The street address of the initial principal office of the corporation is 22102 Serenata Cr. E., Boca Raton, Florida 33433. The Registered Agent shall be Fred Hochsstein, Esquire whose address is 2999 N.E. 191st Street, Suite 900, Aventura, Florida 33180.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is three (3). The number of directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each initial director of the corporation is as follows:

Rose A. DiPalma

22102 Serenata Cr. E. Boca Raton, Florida 33433

Doreen M. Comiskey

22102 Serenata Cr. E. Boca Raton, Florida 33433

Gabrielle Rose Newman 22102 Serenata Cr. R. Boca Raton, Florida 33433

ARTICLE SEVEN - INCORPORATORS

The name and address of each incorporator is as follows:

Fred Hochsztein, Esq. 2999 N.E. 1910t Street, Suite 900 Aventura, Florida 33180

ARTICLE RIGHT - INITIAL OFFICERS

Rose A. DiPalma

Provident

Joelle Nawman

Secretary

Flora Rose Stanzione

Treasurer

ARTICLE NINE - AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this _______ day of July, 1996.

Fred Hochestein, Incorporator

STATE OF FLORIDA) SS:

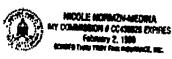
COUNTY OF DADE

BEFORE ME, personally appeared FRED HOCHSZTEIN, well known to me to be the person described herein and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this _____ day of July,

My Commission Expires:

MUNIC MA - Mela



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That FLORA ROSE, 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 City of Miami, County of dade, and the State of Florida, has named, FRED HOCHSZTEIN, ESQ., 2999 N.E. 191st Street, Suite 900, Aventura, Plorida 33180 as its agent to accept service of process within its State.

INCORPORATOR
DATED: 7/11/55

ACKNOWLEDGEMENT:

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 without provisions of said office.

RESIDENT COENT
DATED: 7/11/96

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