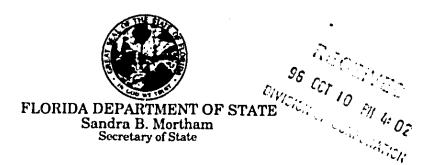
CONTACT:

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UCC FILING & SEARCH SERVICES	5, INC.	
(Requestor's Name)		
526 EAST PARK AVENUE		500001969185
(Address)		500001969185 -1803/960196013 ****122.50
TALLAHASSEE FL 32301	(904) 681-6528	
(City, State, Zip)	(Phone #)	OFFICE USE ONLY
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Fictitious Name	Limited Partnership	PICKUP BY
Name Reservation	Reinstatement	UCC SERVICES
	Trademark	Alb.

Examiner's Initials

Other



October 9, 1996

UCC FILING & SEARCH SERVICES, INC. 526 E. PARK AVENUE TALLAHASSEE, FL 32301

SUBJECT: FLEURS, FLOWERS & FLORES, INC. Ref. Number: W96000021376

We have received your document for FLEURS, FLOWERS & FLORES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown Corporate Specialist

Letter Number: 396A00046058

CORRECTED 10.10.96

### ARTICLES OF INCORPORATION

OF

# FLEURS, FLOWERS & FLORES, INC.

ARTICLE I

Name

The name of the Corporation is: FLEURS, FLOWERS & FLORES, INC.

ARTICLE II

**Duration** 

This Corporation shall have a perpetual existence, unless dissolved according to law, commencing on the date of filing.

### ARTICLE III

## **Purpose**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

# **ARTICLE IV**

#### **Capital Stock**

This Corporation is authorized to issue One Thousand (1000) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares".

#### **ARTICLE V**

# Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 125 Worth Ave., Ste. 318, Palm Beach, FL 33480 and the name of the initial registered agent of this Corporation at that address is: James T. Dyke.

96 OCT 10 AM 7: 42 TALLAHASSEE, FLORIDA

#### ARTICLE VI

#### Principal Office

The principal office of the this Corporation is: 125 North Avenue, Suite 318, Palm Beach, Florida 33480.

#### ARTICLE VII

#### initial Board of Directors

This Corporation shall initially have two (2) directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of each member of the initial Board of Directors of this Corporation are:

Helen P. Dyke 125 Worth Avenue, Suite 318 Pelm Beach, Florida 33480 James T. Dyke 125 Worth Avenue, Suite 318 Palm Beach, Fiorida 33480

#### ARTICLE VIII

### <u>incorporator</u>

The name of the person signing these Articles is: James T. Dyke whose address is 125 Worth Awenue, Suite 318, Palm Beach, Florida 33480.

#### **ARTICLE IX**

## <u>Amendment</u>

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 3rd day of October, 1996.

James T. Dyke, Incorporator

COUNTY OF Pularki ss: STATE OF ARKANBAB

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared James T. Dyke, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 3rd day of October 1996.

State of Arkaness at Large

Sue Geresham Print Name

My Coramission Expires:

Sus Gresham, Metary Public County of Pulaski, State of Arkensus My Commission Expires May 1, 2000

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

in compliance with Sections 607.034 and 48.091, Florida Statutes, the following is submitted:

First-That FLFURS, FLOWERS & FLORES, LIMAriting to organize and quality under the laws of the State of Florida, with its principal place of business at city of Miami Beach, State of Florida, has named James T. Dyke, 125 Worth Avenue, Suite 318, Palm Beach, Florida 33480, as its agent to acceptservice of process within the state of Florida.

Deted this 31-day of October 1996.

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 provision of all statutes relative to the proper and complete performance of my duties.

Deted this 31 day of Oct Aug. 1998.

Do Degle