

P97000013164

January 27, 1997

To: FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Brenda Baker, Corporate Specialist
New Filings Section

From: Rafael Riera
15157 S.W. 95 St.
Miami, FL 33196
Tel. (305) 386-7935

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*****75.00 *****75.00

We would like to have the Articles of Incorporation for
FLOWERS PLUS filed with your department.

Thank you.

Rafael Riera



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W97-2378

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FILED
91 FEB 11 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 30, 1997

RAFAEL RIERA
15157 S.W. 95 STREET
MIAMI, FL 33196

SUBJECT: FLOWERS PLUS
Ref. Number: W97000002378

We have received your document for FLOWERS PLUS and check(s) totaling \$75.00. However, your check(s) and document are being returned for the following:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 697A00004963

February 4, 1997

To; FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Brenda Baker, Corporate Specialist
New Filings Section

From: Rafael Riera
15157 S.W 95 St.
Miami, FL. 33196
Tel. (305) 386-7935

We would like to have the Articles of Incorporation for

FLOWERS BY MABELLE, INC. filed with your department.

Thank you.

Rafael Riera

A handwritten signature in cursive script, appearing to read 'Riera', is written below the typed name.

FILED

97 FEB 11 AM 8:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLOWERS BY MABELLE, INC.

We, the undersigned, hereby associate together for the purpose of becoming 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, liabilities, rights, privileges and immunities of corporations.

ARTICLE I

The name of the Corporation shall be:
FLOWERS BY MABELLE, INC.

Its business shall be carried out at Miami, Dade County, Florida, or at such other points or places in the State of Florida, the United States, or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes, Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be FIVE HUNDRED (500) Shares, \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually.

shall be located at: 15157 Southwest 95 Street, Miami, FL 33196
and may have such other places of business, both within and
without the State of Florida and in foreign countries, as may
be necessary and convenient.

ARTICLE VI

The business of this Corporation shall be conducted by
a board of Directors which shall consist of one Director.

ARTICLE VII

The name and post office address of the first Board of
Directors of this Corporation, who shall hold office until the
organizational meeting of this Corporation and until their
successors are elected and have qualified, are:

RAFAEL RIERA, 15157 Southwest 95th Street
Miami, Florida 33196

MARIA RIERA, 15157 Southwest 95th Street
Miami, Florida 33196

ARTICLE VIII

The name and address of each incorporator of this
Corporation is as follows:

RAFAEL RIERA, 15157 Southwest 95th Street
Miami, Florida 33196

ARTICLE IX

The offices to be held by the above named directors
are as follows:

RAFAEL RIERA, President

MARIA RIERA, Vice President/Secretary

ARTICLE X

ARTICLE XI

The provisions of this Charter, and each and every Article and Section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27 day of JANUARY, 1997




RAFAEL RIERA

STATE OF FLORIDA)
COUNTY OF DADE) SS

BEFORE ME, the undersigned authority, personally appeared RAFAEL RIERA
to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at North Miami Beach, Florida, this 27 day of JANUARY, 1997.



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

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

First: That FLOWERS BY MABELLE, INC.

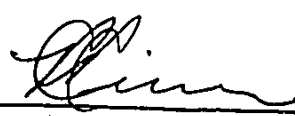
desiring to organize under the laws of the State of Florida,
with its principal office as indicated in the Articles of
Incorporation at 15157 Southwest 95th Street, Miami,
Florida 33196, has named

RAFAEL RIERA, located
15157 Southwest 95th Street, Miami, Florida 33196

as its agents to accept service of process within this
State.

ACKNOWLEDGEMENT:

Having been named to accept service of process
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.


By RAFAEL RIERA

Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA