

P97000015426

TRANSMITTAL LETTER

Department of State
Division of Corporations

600002063946--8
-01/22/97--01011--011
*****78.75 *****78.75

EFFECTIVE DATE
1-16-97

SUBJECT

Corporation

Enclosed an original and 1 (1) copy of the Articles of Incorporation and our money
order for \$ 78.75 to cover the \$ 35.⁰⁰ filing fee, \$ 35.⁰⁰ Resident
Agent fee and \$ 8.75 for a Certificate of Status.

From: Ken DeFoe
650 St. Edmunds
Orlando, Fl. 32835

W97-1880

Ken GAVE
AUTHORIZATION BY PHONE TO
CORRECT correct RA cert
DATE 2/18/97
DOC. EXAM. BR

Did not
make
correct.

97 Jan 22 PM 12:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one (1) copy of the Articles.

855, 206, 524, 671



FLORIDA DEPARTMENT OF STATE
Sandra E. Mortham
Secretary of State

January 27, 1997

KEN L. DEFOE
371 N. ORANGE AVE.
ORLANDO, FL 32801

SUBJECT: SPECIALTY HOUSE FLOWERS & EVENTS
Ref. Number: W97000001880

We have received your document for **SPECIALTY HOUSE FLOWERS & EVENTS** and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.**

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 897A00003925



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1997

KEN L. DEFOE
371 N. ORANGE AVE.
ORLANDO, FL 32801

SUBJECT: SPECIALTY HOUSE FLOWERS & EVENTS
Ref. Number: W97000001880

We have received your document for **SPECIALTY HOUSE FLOWERS & EVENTS**. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 997A00006340

FAX
(407) 648-4103



de GUENERY'S INC.

64. W. ROBINSON STREET
POST OFFICE BOX 1523
ORLANDO, FLORIDA 32802

PHONE
(407) 841-8083

CORPORATE SUPPLY ORDER FORM

REGULAR KIT (WITHOUT MINUTES).....\$45.58 TOTAL REGULAR KIT WITH MINUTES..... \$49.82
 NON PROFIT KIT\$45.58 TOTAL UPS DELIVERY..... \$3.00 (ADDITIONAL)
 CORPORATE SEAL\$18.02 TOTAL CORPORATE SEAL NONPROFIT \$19.08 TOTAL
 NON PROFIT KIT WITH MINUTES.....\$49.82 TOTAL UPS TO RESIDENCE .. \$4.00 / UPS(Seal only) \$2.75

Kit Contains: 25 Printed Stock Certificates with Stub Sheets, Corporate Seal in Pouch, Stock Transfer Ledger in Binder with Slip Case
(PRINTED MINUTES AND BY-LAWS ADDITIONAL) Special Certificates, Custom Printing and Membership Certificates are also available please call

Corp. Name _____
 Authorized Shares 1000000.00 Par Value None
 Year Incorporated _____ State of Incorporation Florida
 Titles of Officers(not personal names; PRESIDENT, SECRETARY, e.Lc.) _____

CUSTOMER INFORMATION

Name Ken DeFor
 Address 371 North Orange Ave.
 Phone 407-648-0655 Person to Contact Ken DeFor

****Your Order will be prepared as submitted-please proofread carefully.**



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 17, 1997

KEN L. DEFOE
371 N. ORANGE AVE.
ORLANDO, FL 32801

SUBJECT: SPECIALTY HOUSE FLOWERS & EVENTS
Ref. Number: W97000001880

We have received your document for SPECIALTY HOUSE FLOWERS & EVENTS and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

PLEASE CALL AS SOON AS POSSIBLE. YOUR REGISTERED AGENT ADDRESS IN ARTICLE V AND THE REGISTERED AGENT ADDRESS ON THE REGISTERED AGENT CERTIFICATE MUST BE THE SAME.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 497A00008392

EFFECTIVE DATE
11-16-97

ARTICLES OF INCORPORATION

OF

Specialty House Flowers & Events Inc.

ARTICLE I

The name of this Corporation is Specialty House Flowers & Events Inc.

ARTICLE II DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these articles.

ARTICLE III PURPOSE

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

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of Common Stock without par value which shall be designated "Common Shares" fully paid non-assessable.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this Corporation is as follows. Kenneth L. DeFoe 371 N. Orange Ave, Orlando, Fl.
This is also the mailing address for the corporation.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially (The President). The number of directors may be increased by the shareholders to a maximum of four (4), President, Vice President, Secretary and Treasurer. Any other additions must be by amendment of the laws by majority of the Board of Director's, the name and address of the initial director is: Ken DeFoe, 371 N. Orange Ave, Orlando, Fl. 32801

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
INCORPORATOR

The name and address of the incorporator signing these articles of incorporation is.

Ken DeFoe 650 St Edmunds Ln. Orlando Fl. 32835

ARTICLE VIII
BY-LAW AMENDMENT

The power to adopt, alter, or appeal the By-laws of this Corporation shall be vested in the board of directors and the shareholders.

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X
INFORMAL ACTION OF DIRECTORS

If all directors severally or collectively consent in writing to action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation the action shall be valid as though it had been authorized at a meeting of the board of directors.

ARTICLES XI
AMENDMENT OF ARTICLES

This Corporation reserves the right to amend or appeal any provisions contained in these articles of incorporation or any amendments herein, and any rights conferred upon the shareholders is subject to this reservation.

ARTICLE XII
PRE-EMPTIVE RIGHTS

Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock this Corporation may from time to time be issued (whether or not presently authorized) including shares he holds at the time of issue bears to the total number of shares outstanding, exclusive

of treasure shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares presented within thirty (30) days of receipt of a notice in writing from the Corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the Corporation within thirty (30) days of receipt notice from the Corporation.

ARTICLE XIII
MANAGMENT OF CORPORATION BY SHAREHOLDERS

All Corporate powers shall be exercised by or under the authority of and the business and affairs of this Corporation shall be managed under the direction of the shareholders of this Corporation.

ARTICLE XIV
OFFICERS

The officers of the Corporation after the initial meeting shall be a President, a Vice President, a Secretary and a Treasurer.

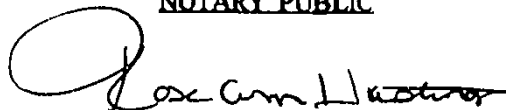
In witness whereof the undersigned incorporator have executed these articles of incorporation this 16 day of JANUARY 1997.

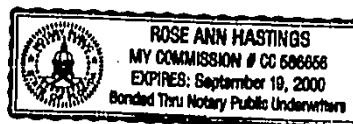
State of FLORIDA
County of ORANGE

Before me, the undersigned authority, personally appeared Kenneth L. Deane to me known to be the person who executed the foregoing articles of incorporation, and he acknowledged to and before me that he executed such instrument.

Witness my hand and seal this 16 day of JANUARY 1997.

NOTARY PUBLIC





CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

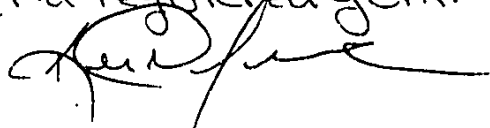
Pursuant to the Provisions of Sections _____ or _____, _____ Statutes,
the Undersigned Corporation, Organized under the Laws of the State of Florida,
submits the following statement in designating the registered office / registered agent, in
the State of Florida.

1. The name of the corporation is: Specialty House Flowers & Events Inc.
2. The name and address of the registered agent and office is:
Kenneth L. DeFoe
(NAME)
371 N. Orange Ave.
(ADDRESS, P.O. BOX NOT ACCEPTABLE)
Orlando, Fl. 32801
(CITY / STATE / ZIP)

Having been named as registered agent and to accept service of process for the
Corporation at the place designated in this certificate, I hereby accept the appointment as
registered agent to act in this capacity. I further agree to comply with the provisions of
all statutes relating to the proper and complete performance of my duties, and I am
familiar with and accept the obligations of my position as registered agent.

Signature: 

Date: 1-16-97

Signing as the Incorporator
and registered agent.


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97 Jan 22 PM 12:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA