

P970000 15602

December 10, 1996

Secretary of State
Corporate Division
State of Florida
Tallahassee, Florida 32304

200002070252--6
-01/28/97--01084--010
*****112.50 *****112.50

Re: Four Seasons Flowers Corporation

300002092023--4
-02/19/97--01061--002
*****10.00 *****10.00

Gentlemen:

The following documents are enclosed for filing with your office in connection with the above captioned corporation.

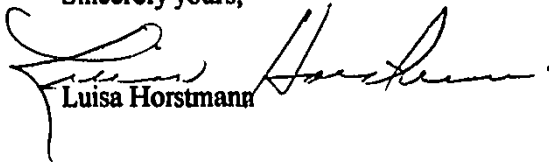
- 1.- ARTICLES OF INCORPORATION - 2 SETS
- 2.- CERTIFICATE OF REGISTERED AGENT
- 3.- CHECK IN THE AMOUNT OF \$ 112.50 COVERING THE FOLLOWING:

Filing fee	\$30.00
Certified copy of Articles of Incorporation	52.50
Certificate of registered agent	30.00
	<hr/>
	\$ 112.50

Upon filing of these documents, please send me one certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely yours,


Luisa Horstmann

W97-2321

JAN 30 1997

JAN 30 1997

FILED
97 FEB 19 AM 8:54
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 30, 1997

LUISA HORSTMANN
10727 SW 118 PL.
MIAMI, FL 33186

SUBJECT: FOUR SEASONS FLOWERS CORPORATION
Ref. Number: W97000002321

We have received your document for **FOUR SEASONS FLOWERS CORPORATION** and check(s) totaling \$112.50. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$10.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The corporate fees are as follows:

CORPORATIONS FILING FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent	
Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 597A00004874



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1997

LUISA HORSTMANN
10727 SW 118 PL.
MIAMI, FL 33186

SUBJECT: FOUR SEASONS FLOWERS CORPORATION
Ref. Number: W97000002321

We have received your document for **FOUR SEASONS FLOWERS CORPORATION** and your check(s) totaling \$112.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a fee of \$10.00 due.

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Sandy Ng
Document Specialist

Letter Number: 597A00004874

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**ARTICLES OF INCORPORATION
FOUR SEASONS FLOWERS CORPORATION**

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97 FEB 19 AM 8:54
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is FOUR SEASONS FLOWERS CORPORATION.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue Ten Thousand shares of One and No/100 (\$1.00) Dollar par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE V - INITIAL REGISTER OFFICE AND AGENT

The present address of the office of this corporation is 10727 S.W. 118 Place, Miami, Fl. 33186. The name of the initial Registered Agent of this corporation is LUISA HORSTMANN.

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have two (3) directors initially. The number of directors may either increase or diminish from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are Luisa Horstmann of 10727 S.W. 118 Place, Miami, Fl. 33186, Roberto Carballo of 12475 S.W. 9 Terr. Miami, Fl. 33184, and Carlos G. Mendoza of XXXXXXXXXXXXXXXX

ARTICLE VII - INCORPORATOR

The name of the persons signing the articles are:
Luisa Horstmann, Roberto Carballo, and Carlos G. Mendoza
Address: same as above.

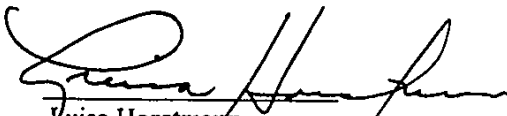
ARTICLE VIII - BEGINNING OF CORPORATE EXISTENCE

This corporation shall begin its corporate existence on the day these articles are filed with the State of Florida, Secretary of State.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned incorporated have executed these Articles of incorporation, this December 10, 1996.


Luisa Horstmann


Roberto Carballo


Carlos G. Mendoza

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public, personally appeared LUISA HORSTMANN, ROBERTO CARBALLO, AND CARLOS G. MENDOZA known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, This December ____, 1996.

Notary Public

State of Florida, at Large

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

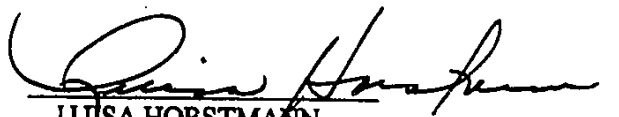
WITNESSETH:

That FOUR SEASONS FLOWERS CORPORATION desiring to organize under the laws of the State of Florida, which will have its principal office at 10727 S.W. 118 Place, Miami, in the State of Florida, County of Dade, has named LUISA HORSTMANN, 10727 S.W. 118 Place, Miami, FL., 33186 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of FOUR SEASONS FLOWERS CORPORATION to accept service of process for the above stated corporation, at the principal address designated in this Certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provisions of the Florida Statutes.

December 10, 1996


LUISA HORSTMANN
Registered Agent

IN WITNESS WHEREOF, I have hereunto set my hand and affixes my seal, this ____ th
day of DECEMBER, A.D. 1996

NOTARY PUBLIC

FILED
97 FEB 19 AM 8:54
STATE
TALLAHASSEE, FLORIDA