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ACCOUNT NO. : 072100000032

REFERENCE : 305748 112263A

AUTHORIZATION :

*Patricia Pygott*

COST LIMIT : \$ 70.00

ORDER DATE : March 24, 1997

ORDER TIME : 4:33 PM

ORDER NO. : 305748-005

600002137446 -1

CUSTOMER NO: 112263A

CUSTOMER: Mr. Michael Sribney  
MR. MICHAEL SRIBNEY

4450 West 182nd, Unit B

Redondo Beach, CA 90278

DOMESTIC FILING

NAME: EXOTIC ROSE IMPORT OF S.W.  
FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 APR 9 AM 9:56  
DIVISION OF CORPORATION  
RECEIVED  
97 APR -9 AM 9:48

6N APR - 9 1997

ARTICLES OF INCORPORATION  
OF

EXOTIC ROSE IMPORT OF S.W. FLORIDA, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EXOTIC ROSE IMPORT OF S.W. FLORIDA, INC.

The address of the principal office of this corporation shall be 4902 North MacDill Avenue, Apartment 1203, Tampa, Florida 33614, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

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97 APR -9 AM 9:56  
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Joseph Alcala

4902 North MacDill Avenue,  
Apartment 1203  
Tampa, Florida 33614

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on April 8, 1997 .

Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper  
It's Agent, Deborah D. Skipper

Authorized Service Representative  
Corporation Service Company

DBC/SMS

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97 APR -9 AM 9:55  
TALLAHASSEE, FLORIDA