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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 449182 80545A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 1, 1997

ORDER TIME : 4:26 PM

ORDER NO. : 449182-005

CUSTOMER NO: 80545A

CUSTOMER: Antonio J. Pineros, Esq
ANTONIO J. PINEROS, ESQ

Suite 354
8253 Northwest 5th Terrace
Miami, FL 33126-3956

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*****70.00 *****70.00

DOMESTIC FILING

NAME: PERFECTUM FLOWERS
CORPORATION

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: Lori R. Dunlap

EXAMINER'S INITIALS: _____

RECEIVED
97 JUL -2 AM 9:30
DIVISION OF CORPORATION

8/4 JUL 02 1997

6/26/97

ARTICLES OF INCORPORATION

97 JUL -2 AM 11:42

OF

TALLAHASSEE, FLORIDA

PERFECTUM FLOWERS CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is:

PERFECTUM FLOWERS CORPORATION.

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 600 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS.

The initial street address of the principal office of this corporation is to be at 6261 N.W. 197 TERRACE, MIAMI, FLORIDA, ---
33015.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE V. REGISTERED AGENT.

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

That PERFECTUM FLOWERS CORPORATION, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, has named EDMITA COMAS-CAPRILES, at 6261 N.W. 197 TERRACE, MIAMI, FLORIDA 33015, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Registered Agent: EDMITA COMAS-CAPRILES.

ARTICLE VI. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII. PREEMPTIVE RIGHTS.

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rated share thereof at the price at which it is offered to others.

ARTICLE VIII. SPECIAL PROVISION.

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE IX. DIRECTORS.

This Corporation shall have one Director, initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one.

The name and street address of the initial one member of the Board of Directors is:

EDMITA COMAS-CAPRILES 6261 N.W. 197 TERRACE, MIAMI, FLORIDA 33015.
Director

ARTICLE X. OFFICER.

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

EDMITA COMAS-CAPRILES 6261 N.W. 197 TERRACE, MIAMI, FLORIDA 33015.
PRESIDENT

ARTICLE XI. INCORPORATOR.

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

EDMITA COMAS-CAPRILES. 6261 N.W. 197 TERRACE, MIAMI, FLORIDA 33015.

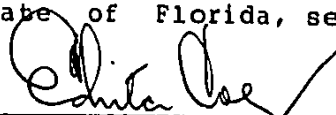
ARTICLE XII. EFFECTIVE DATE.

These Articles of Incorporation shall be effective on the Date of execution and acknowledgement.

ARTICLE XIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, seal on this 26 day of JUNE, 1.997.



EDMITA COMAS-CAPRILES

(Seal)

STATE OF FLORIDA)

SS

COUNTY OF DADE)

Before me, the undersigned authority, personally appeared -----
EDMITA COMAS-CAPRILES to me well known and known to me to be the individual described in and first being duly sworn, executed the

foregoing Articles of Incorporation and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 26 day of JUNE, 1.997.


NOTARY PUBLIC.

My Commission Expires:

OFFICIAL NOTARY SEAL
FRITZ M ANDRE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC513090
MY COMMISSION EXP. NOV. 29, 1999