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THE UNITED STATES
CORPORATION
COMPANY

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97 JUL 10 AM 10:45

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 457464 81624A

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 122.50

ORDER DATE : July 10, 1997

ORDER TIME : 9:56 AM

ORDER NO. : 457464-005

CUSTOMER NO: 81624A

200002234912--8

CUSTOMER: J. Patrick Fitzgerald, Esq
J. PATRICK FITZGERALD, PA

Suite 3-b
110 Merrick Way
Coral Gables, FL 33134

DOMESTIC FILING

NAME: DADDY'S FLOWERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

SEAL OF THE STATE
TALLAHASSEE, FLORIDA

97 JUL 10 AM 11:15

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ARTICLES OF INCORPORATION
OF
DADDY'S FLOWERS, INC.,
a Florida corporation

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97 JUL 10 AM 11:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this Corporation is DADDY'S FLOWERS, INC., a Florida corporation, and its principal office is located at 1685 N.E. 123rd Street, Miami, FL 33161.

ARTICLE II
DURATION

This Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue ten (10) shares of no par value common stock, which shall be designated "Common Shares."

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Christine Perez, and her address is 1685 N.E. 123 Street, Miami, FL 33161.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Christine Perez	1685 N.E. 123rd Street Miami, FL 33161
Michael B. McGuinn	1685 N.E. 123rd Street Miami, FL 33161

ARTICLE VII
BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE VIII
INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX
INCORPORATORS

The name of the person signing these Articles is Christine Perez, whose address is 1685 N.E. 123rd Street, Miami, FL 33161.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8th day of July, 1997.


Christine Perez, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 8th day of July 1997, by Christine Perez, as Incorporator of DADDY'S FLOWERS, INC., a Florida corporation, on behalf of the corporation, [] who is personally known to me or [☒] who has produced FDL P620-100-73-849-0 as identification.


NOTARY PUBLIC, State of Florida

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to accept in this capacity, and further agrees to comply with the provisions of all statutes relative to the property and complete discharge of her duties.

Dated this 8th day of July, 1997.

Christine Perez
Christine Perez
Registered Agent

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TALLAHASSEE, FLORIDA
STATE