

P97000082189

ROBERT C. CAMPBELL

911 W. 75TH STREET - OCEAN  
MARATHON, FL 33050  
(305) 743-5459

September 5, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 22 AM 10:33

RE: FLOWERS BY J & J, INC.

Dear Sirs:

Enclosed please find the Articles of Incorporation for the above referenced new corporation and my money order in the amount of \$122.50 representing the required filing fee for same.

Also enclosed is a *copy* of the Articles for conforming and returning in the self addressed, stamped envelope, provided for your convenience.

Should you have any questions concerning this matter, please do not hesitate to contact me. Thank you, in advance, for your assistance in this regard.

000002299390--1  
-09/22/97--01086--006  
\*\*\*\*122.50 \*\*\*\*122.50

Very truly yours,

*Robert C. Campbell*

Robert C. Campbell

encs.

9-23-97  
WS

## **ARTICLES OF INCORPORATION**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

### **ARTICLE I - NAME**

The name of this corporation is FLOWERS BY J & J, INC.

### **ARTICLE II - PURPOSE**

This corporation is organized for the purposes of conducting any and all lawful business enterprises under the laws of the State of Florida.

### **ARTICLE III - CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of stock having no par value.

### **ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is:

5800 Overseas Highway  
Suite 9 - Gulfside Village  
Marathon, FL 33050

and the name of the initial registered agent of this corporation at that address is:

JOY SCHULATTA

### **ARTICLE V - BOARD OF DIRECTORS**

This corporation shall have One (1) directors initially. The number of directors may be increased from time to time by the By-Laws. The name and address of the initial directors is:

ROBERT C. CAMPBELL  
911 W. 75th Street - Ocean  
Marathon, Florida 33050

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 22 AM 10:33

#### ARTICLE VI - INCORPORATORS

The name and address of the person signing these Articles is:

ROBERT C. CAMPBELL

#### ARTICLE VII - CORPORATE OFFICE

The corporate office of the corporation shall initially be located at 5800 Overseas Highway, Suite 9, Marathon, Florida 33050.

#### 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 - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendments hereto.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5 day of September, 1997.

Robert C. Campbell  
ROBERT C. CAMPBELL

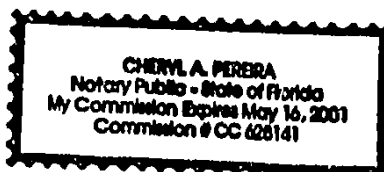
STATE OF FLORIDA           )  
  )s.s.  
COUNTY OF MONROE       )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **ROBERT C. CAMPBELL**, well known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, freely and voluntarily and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 5th day of September, 1997.

My Commission Expires:  
(Seal)

Cheryl A. Pereira  
NOTARY PUBLIC, State of Florida  
CHERYL A. PEREIRA  
Printed Name



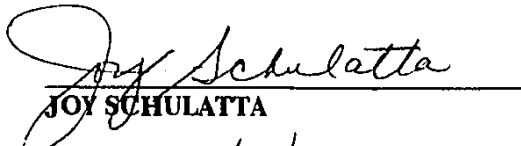
### CERTIFICATE

Designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served, in compliance with Section 48.091, FLA.STAT., the following is submitted:

**FIRST:** That **FLOWERS BY J & J, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 5800 Overseas Highway, Suite 9, Marathon, County of Monroe, State of Florida, 33050 has named **JOY SCHULATTA**, 5800 Overseas Highway, Suite 9, Marathon, County of Monroe, State of Florida 33050 as its registered agent to accept service of process with Florida.

  
ROBERT C. CAMPBELL

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
JOY SCHULATTA  
7/5/97  
Date

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 22 AM 10:33