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VICTOR REINER ASSOCIATES INC.
1944 N.E. 163RD STREET
NORTH MIAMI BEACH, FLORIDA 33162

Florida Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

FILED
97 OCT -8 PM 5:48
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Re: FLORAL EXCHANGE, INC

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation executed on SEPTEMBER 24, 1997, for registration with your office as a State of Florida Corporation.

A duplicate executed copy is also enclosed for Certification by your office and return to the undersigned.

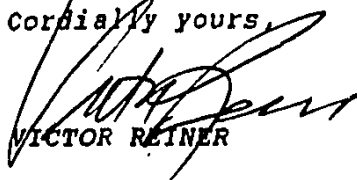
We further enclose Certificate designating the Resident Agent, dated, SEPTEMBER 24th 1997, as executed by the Corporate Officer and Resident Agent.

A check is enclosed in the amount of \$-70.00 payable to the Florida Department of State for the following costs;

A)	FILING FEE	\$ 35.00
B)	CERTIFIED COPY OF ARTICLES	
C)	RESIDENT AGENT DESIGNATION	35.00
	TOTAL COST	\$70.00

Thank you for your attention and interest, I am

Cordially yours,


VICTOR REINER

VR:es
Enclosure

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

ARTICLES OF INCORPORATION
of
FLORAL EXCHANGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate together for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations.

ARTICLE I

The name of the Corporation shall be:

FLORAL EXCHANGE, INC.

Its business shall be carried out at Miami, Dade County, Florida, or at such other points or places in the State of Florida, the United States, or foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE II

The general nature of the business or businesses to be transacted by the Corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes, Section 607 et seq.

ARTICLE III

The maximum number of shares of stock this Corporation is authorized to have outstanding at any time shall be FIVE HUNDRED (500) Shares at \$1.00 par value.

ARTICLE IV

This Corporation shall exist perpetually.

ARTICLE V

The principal place of business of this Corporation

shall be located at: 1954 N.E. 163 STREET
NO. MIAMI BEACH Florida 33162
and may have such other places of business, both within and
without the State of Florida and in foreign countries, as may
be necessary and convenient.

ARTICLE VI

The business of this Corporation shall be conducted by
a Board of Directors which shall consist of one Director.

ARTICLE VII

The name and post office address of the first Board of
Directors of this Corporation, who shall hold office until the
organizational meeting of this Corporation and until their
successors are elected and have qualified, are:

MARTA MEDEL 2111 N.W. 63rd AVENUE
SUNRISE FLA 33313

ARTICLE VIII

The name and address of each incorporator of this
Corporation is as follows:

MARTA MEDEL 2111 N.W. 63rd AVENUE
SUNRISE FLA 33313

ARTICLE IX

The offices to be held by the above named directors
are as follows:

MARTA MEDEL President, Secretary

ARTICLE X

The name and address of the initial registered agent is:

MARTA MEDEL 2111 N.W. 63rd AVENUE
SUNRISE FLA 33313

ARTICLE XI

The provisions of this Charter, and each and every Article and Section hereof, and the Bylaws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24th day of SEPTEMBER, 1997.



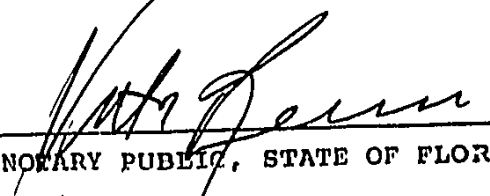
MARTA MEDEL

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MARTA MEDEL to me well known to be the person described in and who executed and subscribed the foregoing Articles of Incorporation and he acknowledged, before me, that She executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal at North Miami Beach, Florida, this 24th day of SEPTEMBER, 1997.





NOTARY PUBLIC, STATE OF FLORIDA

My Commission expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

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

First: That FLORAL EXCHANGE, INC
desiring to organize under the laws of the State of Florida,
with its principal office as indicated in the Articles of
Incorporation at 1954 NORTHEAST 163rd STREET
NORTH MIAMI BEACH FLORIDA, 33162, has named MARTA MEDEL
2111 NORTH WEST 63rd avenue SUNRISE FLORIDA 33313, located at
as its agents to accept service of process within this
State.

ACKNOWLEDGEMENT:

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

By Marta Medel
Resident Agent MARTA MEDEL

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA