

**PERMANENT & KNIGHT**  
 315 SOUTH G...  
 Address  
 Tallahassee, Florida 32301  
 City/State/Zip Phone #  
 224-7000

**Office Use Only**

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Millennium Flowers Corporation  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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 10/22/97 01038-020  
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☒ Walk in ☒ Pick up time 4:00 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of State

**FILED**  
 97 OCT 22 PM 12:51  
 RECEIVED  
 97 OCT 22 AM 10:37  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*10/28*

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
MILLENNIUM FLOWERS CORPORATION**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of MILLENNIUM FLOWERS CORPORATION under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is MILLENNIUM FLOWERS CORPORATION.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is 701 Brickell Ave., Suite 3000, Miami, Florida 33131.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence upon the filing of these articles of incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 701 Brickell Ave., Suite 3000, Miami, Florida 33131 and the name of the corporation's initial registered agent at that address is Intrastate Registered Agent Corporation.

## **ARTICLE VII. BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Harry Davidson	300 S. Point Drive, #2405 Miami Beach, FL 33139
Lorna Greiffenstein	300 S. Point Drive, #2405 Miami Beach, FL 33139

## **ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator are Steven H. Hagen, 701 Brickell Ave., Suite 3000, Miami, Florida 33131.

The incorporator of the corporation assigns to the corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of the corporation, the assignment becoming effective on the date corporate existence begins.

## **ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

## **ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to the reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation the 20th day of October, 1997.

  
Steven H. Hagen, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:


That MILLENNIUM FLOWERS CORPORATION desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation at 701 Brickell Ave., Suite 3000, Miami, FL 33131 has named Intrastate Registered Agent Corporation as its agent to accept service of process within the state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in the certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated the 20th day of October, 1997.

**INTRASTATE REGISTERED AGENT  
CORPORATION**

By:   
Name: Steven H. Hagen  
Title: Vice President

MIA4-5542277

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