

PA7000105551



ACCOUNT NO. : 072100000032

REFERENCE : 636152 98814A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : December 15, 1997

ORDER TIME : 5:08 PM

ORDER NO. : 636152-005

CUSTOMER NO: 98814A

800002372888--6

CUSTOMER: Ms. Antoinette Fykes
HENDRIK UITERWYK, ESQ.

Suite 3400,1 Tampa City Center
201 N. Franklin Street
Tampa, FL 33602

DOMESTIC FILING

NAME: PERFECT ROSES, 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: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 16 AM 11:25

REC'D
97 DEC 16 AM 10:05
DIVISION OF CORPORATIONS
12/16/97

ARTICLES OF INCORPORATION
OF
PERFECT ROSES, INC.

FILED
SECRETARY OF STATE
CORPORATIONS
97 DEC 16 AM 11:25

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PERFECT ROSES, INC.

The address of the principal office of this corporation shall be 5425 Beaumont Center Boulevard, Tampa, Florida 33634, and the mailing address of the corporation shall be the same.

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 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ken Lee Pres./Treas.	5425 Beaumont Center Boulevard, Tampa, Florida
Jamie Cannon V.P.	Same As Above
John Carruthers V.P.	Same As Above
Armando Yanez Sec.	Same As Above

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on December 15, 1997.

CORPORATION SERVICE COMPANY

By: _____

Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: _____

Gail Shelby
Its Agent, Gail Shelby

CKS

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CORPORATIONS
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