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OTHER FILINGS	REGISTRATION/ QUALIFICATION	
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Examiner's Initials

# ARTICLES OF INCORPORATION OF INFINITY BOUQUET, INC.

98 JAN 29 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## ARTICLE I - NAME

The name of this Corporation is INFINITY BOUQUET, INC. and its address is 7965 N.W. 21st Street, Miami, FL 33122.

## **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 1,000 shares of one (\$.01) penny 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 Corporation Company of Miami, and its address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, Florida 33131.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have four (4) 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:

NAME ADDRESS

GUILLERMO DUENAS I. 477 Avenida Amazonas y Roca

2do Piso, Oficina 207

Quito, Ecuador

BARRY W. DAVID 13715 S.W. 66th Street

Miami, FL 33183

JUAN PABLO DUENAS M. 421 Hudson, Apartment M13

New York, NY 10014

ALEJANDRO BUITRON 8454 N.W. 14th Street

Coral Springs, FL 33071

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The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.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

The name of the person signing these Articles is Geoffrey Randall and his address is 201 S. Biscayne Boulevard, 1600 Miami Center, Miami, FL 33131.

# 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 \_\_\_ day of January, 1998.

Geoffrey Randall, Incorporator

#### 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 CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 28 DAY OF JANUARY, 1998.

By JILL B. ZAMMAS, Assistant Secretary for CORPORATION COMPANY OF MIAME (Registered Agent)

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