

5/06/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:49 AM

P 98000040919

((H98000008586 3))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: FLORIDA CONTAINERS AND GIFTS, INC.

AUDIT NUMBER.....H98000008586

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES.....5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:02:10

FILED
98 MAY -6 AM 11:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Em 5/6/98

HA8000008586
ARTICLES OF INCORPORATION

OF

⑤
Floral Containers and Gifts, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is
Floral Containers and Gifts, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Prepared By:
David Hernandez
210 N. University Dr. Ste 502
Coral Springs, Fl. 33071
954-346-7288

HA8000008586

98 MAY -6 AM 11:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

4498000008586

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 7500 NW 30th Place, Ste 323, Ft. Lauderdale, Fl. 33313 and the name of the initial registered agent of this corporation at that address is Irene Zabel.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Irene Zabel
7500 NW 30th Place Ste 323
Ft. Lauderdale, Fl. 33313

ARTICLE IX. Officers. The initial officers of the Corporation will be: Irene Zabel, President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Irene Zabel
7500 NW 30th Place Ste 323
Ft. Lauderdale, Fl. 33313

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

4498000008586

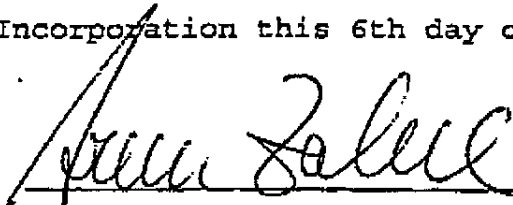
H98000008586

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 7500 NW 30th Place, Ste 323, Ft. Lauderdale, Fl. 33313.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of May, 1998.

x

 (SEAL)

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, Irene Zabel, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 6th Day of May, 1998.

NOTARY PUBLIC

My Commission Expires: _____

H98000008586


7198000098586

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of
Corporations Department of State
Tallahassee, FL 32304

I, Irene Zabel, do hereby consent to serve as
registered agent for the corporation, Floral Containers and
Gifts, Inc. This 6th Day of May, 1998.

x


Irene Zabel

Address of registered agent:

7500 NW 30th Place Ste 323
Ft. Lauderdale, Fl. 33313

98 MAY -6 AM 11:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

7198000008586