

P98000044490

TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 15 AM 10:10

FROM:

Name of corporation: Vera Lee Florals, Inc.

Street address of the corporation: 4912 Plymouth Lane, Lakeland, Florida 33809

TO: CORPORATIONS DIVISION

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-05/15/98--01034--002
*****70.00 *****70.00

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A certified check or money order in the amount of \$70.00 for filing fees.

A certified copy is not requested at this time.

Please send responses or receipts concerning this filing to the address below.

Vera Lee
7508 Highland Grove Dr.
Lakeland, Florida 33810
941-853-2404

Thank you very much.

Date: May 13, 1998

Name of Incorporator: Vera Lee

Signature of Incorporator:

Vera Lee

D. BROWN MAY 18 1998

ARTICLES OF INCORPORATION
of
Vera Lee Florals, Inc.

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Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is:

Vera Lee Florals, Inc.

Article 2. The principal place of business and mailing address of this corporation is:

4912 Plymouth Lane, Lakeland, Florida 33809

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Vera Lee
7508 Highland Grove Dr., Lakeland, Florida 33810

Article 5. The name and street address of the incorporator of this corporation is:

Vera Lee
4912 Plymouth Lane, Lakeland, Florida 33809

Article 6. The corporation shall have two subsidiary companies:


1. Expressions of Love by Vera
2. Flowers of Elegance

Article 7. No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date:
Name of Incorporator:
Signature of Incorporator:

May 13, 1998
Vera Lee



CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT

FILED
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DIVISION OF CORPORATIONS
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Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

Vera Lee Florals, Inc.

1. The name and address of the corporation's registered agent and registered office is:

Name: Vera Lee

Street address: 7508 Highland Grove Dr., Lakeland, Florida 33810

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of registered agent:

Vera Lee

Date of signature:

May 13, 1998