

CAPITAL CONNECTION, INC.

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Ric James Florals, Inc.

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ARTICLES OF INCORPORATION

OF

RicJames Florals, Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is RicJames Florals, Inc..

ARTICLE II. DURATION

This corporation shall have a perpetual existence, commencing on the date of filing of these Articles.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is any or all lawful activities.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of common

stock having a par value of \$1.00 per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stock holders.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED

AGENT/CORPORATION PRINCIPAL ADDRESS

The street address of the initial registered office and the corporation's principal office/ mailing address is 5002 East Busch Boulevard, Tampa, Florida 33617, and the name of the initial registered agent of this corporation at that address is Rick Barber 8700 North 50th Street #127, Tampa, Florida 33617. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may either be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than two (2). The names and addresses of the initial directors of the corporation are:

Rick Barber	8700 North 50th Street #127, Tampa, Florida	33617
James Wright	8700 North 50th Street #127, Tampa, Florida	33617

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) such shareholder would be entitled to cast for the election of directors with respect to such shareholder's share of stock multiplied by the number of directors to be elected, and such shareholder may cast all such votes for a single director, or may distribute them among the number to be voted for, or for two or more of them, such as shareholder may see fit.

ARTICLE VII. PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized,) including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive

rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VIII. CONTRACTS

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any officer or director of this corporation is interested in, or is an officer or director of, such other corporation, and any officer or director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested; and no person, firm or corporation, shall be affected by the fact that any officer or director of this corporation is in any way connected with such person, firm or corporation, and every person who may become an officer or director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for his or her benefit or any firm, association, or corporation in which he or she may be in any way interested.

ARTICLE IX. INDEMNIFICATION

The Corporation shall indemnify any officer or director, and any former officer or director of the corporation, to the full

extent permitted by law.

ARTICLE X. AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI. ADDITIONAL CORPORATE POWERS

In furtherance, and not in limitation, of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, the corporation shall have all and singular the following powers:

A. The Corporation shall have the power to enter into, or become a partner in, any arrangement for sharing profits, union of interest, joint venture, or otherwise, with any person, firm or other corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

B. The corporation shall have the power to enter into one or more agreements obligating or permitting it to purchase and acquire any and all of its outstanding share of stock upon such terms and conditions as shall be approved by its directors, subject to any restrictions or limitations imposed by law.

C. The corporation shall have the power to enter into, for the benefit of its employees, one or more of the following: (1) a defined contribution retirement plan; (2) a defined benefit retirement plan; (3) a stock bonus plan; (4) a thrift and savings plan; (5) a restricted stock option plan; or (6) any other retirement, incentive or deferred compensation plan deemed appropriate by the directors.

ARTICLE XII. INCORPORATORS

The name and address of the incorporator, is:

Rick Barber
8700 North 50th #127
Tampa, Florida 33617

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 20th day of

May, 1998.

Rick Barber
Rick Barber

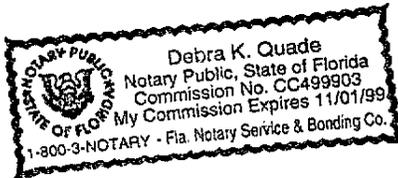
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STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared RICK BARBER who is () personally known to me; or () produced the following identification: _____, and who executed the foregoing, and duly acknowledged that he executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 20th day of May, 1998.

(SEAL)



Debra K. Quade
Notary Public

Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes, 1994.

Rick Barber
Resident Agent