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KLAYMAN, THOMPSON, KONTOS & JOHNSON
SUNTREE PROFESSIONAL CENTER

SUITE SIX

6550 NORTH WICKHAM ROAD
MELBOURNE, FLORIDA 32940

GRETCHEN K. KLAYMAN, P.A.
JEFFREY G. THOMPSON, P.A.
JAMES G. KONTOS, P.A.
WILLIAM A. JOHNSON, P.A.

TELEPHONE
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(407) 242-9554

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May 19, 1998


Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Please file the enclosed two articles of incorporation. The filing fee of \$122.50 for each is included. After filing, please return the articles to this office.

Thank you for your cooperation.

Sincerely,



William A. Johnson

enclosures

FILED
98 MAY 21 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-5/26/98

ARTICLES OF INCORPORATION
OF
SUNTREE FLORIST CORPORATION

The undersigned subscribers to these articles of incorporation adopt these articles to form a corporation under the Florida Business Corporation Act, F.S. Chapter 607, and other laws of the State of Florida.

ARTICLE I
Name

The name of the corporation is **Suntree Florist Corporation.**

ARTICLE II
Principal Office

The initial principal office and mailing address of this corporation are

7025 N. Wickham Road, Suite 111
Melbourne, Florida 32940

ARTICLE III
Purpose

The corporation may engage in any activity or business permitted under the laws of the United States and this state.

ARTICLE IV
Terms of Existence

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V
Capital Stock

The capital stock of the corporation shall be 1,000 shares of common stock having a par value of \$0.01 per share. Each share of common stock shall have one (1) vote.

FILED
98 MAY 21 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
Registered Office and Agent

The name and address of the initial registered office of this corporation is:

William A. Johnson
6550 N. Wickham Road, Suite 6
Melbourne, Florida 32940

ARTICLE VII
Board of Directors

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of two members. The name and address of the members of the first board of directors are:

Richard Johnson	President	625 Myrtlewood Way Melbourne, FL 32940
Robert F. Bogdanski	Vice President	625 Myrtlewood Way Melbourne, FL 32940

ARTICLE VIII
Officers

The names and addresses of the initial officers of the corporation, who hold office until their successors are duly elected and qualified are:

Richard Johnson	President	625 Myrtlewood Way Melbourne, FL 32940
Robert F. Bogdanski	Vice President	625 Myrtlewood Way Melbourne, FL 32940

ARTICLE IX
Subscribers

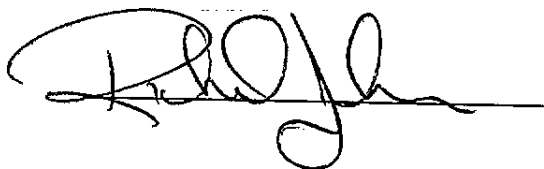
The name and address of the persons signing these articles of incorporation as subscribers are:

Richard Johnson	625 Myrtlewood Way Melbourne, FL 32940
Robert F. Bogdanski	625 Myrtlewood Way Melbourne, FL 32940

ARTICLE X
Amendment


The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

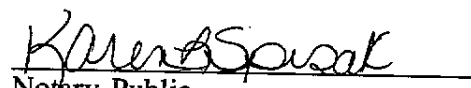
IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on May 19, 1998.



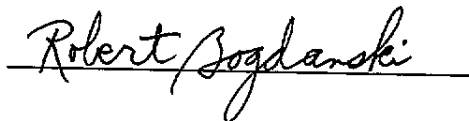
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on May 19, 1998 by Richard Johnson.

 Karen L. Spisak
My Commission **CC736830**
Expires April 26, 2002



Notary Public
My Commission Expires:
(Seal)

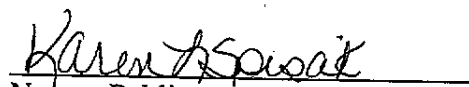
IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on May 19, 1998.



STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on May 19, 1998 by Robert F. Bogdanski.

 Karen L. Spisak
My Commission **CC736830**
Expires April 26, 2002


Notary Public
My Commission Expires:
(Seal)

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

William A. Johnson
RESIDENT AGENT

FILED
98 MAY 21 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss
COUNTY OF BREVARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared William A. Johnson, known to me personally and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the above acceptance of designation as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 19th day of May, 1998.

Karen L. Spisak
SIGNATURE OF NOTARY PUBLIC

Karen L. Spisak
Typed Name of Notary
Address: 6550 N. Wickham Rd #6
Melbourne, FL 32940

My commission expires:

