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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: ALANA'S GIFT BASKET COMPANY, INC.

AUDIT NUMBER.....H98000010087

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. (5)

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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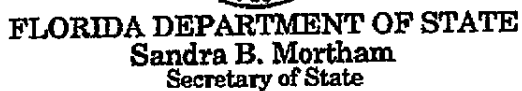
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**EMPIRE**

We have received your document for ALANA'S GIFT BASKET COMPANY, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

FAX Aud. #: H98000010087
Letter Number: 598A00030589

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ARTICLES OF INCORPORATION

OF

Alana's Gift Basket Company

ARTICLE I - NAME

The name of this corporation is:

Alana's Gift Basket Company

ARTICLE II - PURPOSES

This corporation is organized for the following purposes:

To do any and all business that is legal in the state of Florida whatsoever.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock without nominal or par value.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of initial registered office of this corporation is 7975 N.W. 154th St., #230 City of Miami Lakes County of Dade State of Florida, and the name of the initial registered agent of this corporation at this address is Joseph Lipsky, Esq. as its agent to accept service of process within this state.

ARTICLE V - PRINCIPAL OFFICE

The principal office of this corporation is: 1717 N. Bayshore Dr., #2238, Miami, FL 33132

Prepared by:

Joseph I. Lipsky, Esq.
7975 N.W. 154th St., #230
Miami Lakes, FL 33066

305 541 3770 P.03/05

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ARTICLE VI

It is the intention and purpose of the subscribers of these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code, and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate in order to effectuate the treating of the stock of this corporation under Section 1244 of the Internal Revenue Code.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
S. Alana Gissen	1717 N. Bayshore Dr., #2238, Miami, FL 33132

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is: Joseph I. Lipsky, Esq.
7975 N.W. 154th St., Ste. 230
Miami Lakes, FL 33016

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of this 29th day of May, 1998.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

SUBSCRIBER

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BEFORE ME, a Notary Public authorized to take acknow-

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ledgments in the State and County above set forth, personally appeared Joseph I. Lipsky known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 29th day of May, 1998.

Sandra V. Franquie
NOTARY PUBLIC, State of Florida
at Large.

My commission expires:



Sandra V. Franquie
My Commission CC838847
Expires April 08, 2001

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

[Signature]
REGISTERED AGENT

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