

P98000048745

6/01/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

2:38 PM

((H98000010204 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~LONG - WILSON~~ *Long*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: PRESTIGE FLOWERS, INC.

AUDIT NUMBER.....H98000010204

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

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....0

DEL.METHOD... FAX

EST.CHARGE... \$78.75

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>:

FILED

98 JUN -1 PM 3:43

SECRETARY OF STATE
TALLAHASSEE FLORIDA

bm 6/1/98

H98000010204

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Prestige Flowers, Inc.

Article II. Address

The mailing address of the Corporation is:
Prestige Flowers, Inc.
14271 S.W. 31st Street
Miami FL 33175

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Ronald C. Denis
1250 N.W. 7th Street, Suite 202
Miami FL 33125

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Jorge J. Martinez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Ronald C. Denis | FL Bar Member 102326
Law Offices of Ronald C. Denis
1250 N.W. 7th Street, Suite 202
Miami FL 33125
305-545-9100

FILED
98 JUN - 1 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

H98000010204

Copyright © 1993-1998 CC

H98000010204

Article V. Capital Stock

The Corporation shall have the authority to issue 100,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

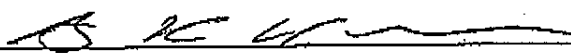
The name and address of the incorporator is:

Ronald C. Denis
Law Offices of Ronald C. Denis
1250 N.W. 7th Street, Suite 202
Miami FL 33125

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 1, 1998.

The undersigned incorporator executed these Articles of Incorporation on June 1, 1998.



RONALD C. DENIS
by G.K. Kuroda as attorney-in-fact

Ronald C. Denis | FL Bar Member 102326
Law Offices of Ronald C. Denis
1250 N.W. 7th Street, Suite 202
Miami FL 33125
305-545-9100

H98000010204

Copyright © 1993-1998 CC

H98000010204

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Prestige Flowers, Inc.

REGISTERED AGENT/OFFICE:

Ronald C. Denis

1250 N.W. 7th Street, Suite 202

Miami FL 33125

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


RONALD C. DENIS

by G.K. Kuroda as attorney-in-fact

Date: June 1, 1998.

Ronald C. Denis | FL Bar Member 102326
Law Offices of Ronald C. Denis
1250 N.W. 7th Street, Suite 202
Miami FL 33125
305-545-9100

H98000010204

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUN -1 PM 3:44

FILED

Copyright © 1993-1998 CC