AZARUS CORPORATE FILING SERVICE, INC. (Requestor's Name) 200002605282--7 -08/03/98--01058--019 *****78.75 ******78.75 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): LOWER (Document #) (Corporation Name) (Document #) DIVISION OF CORPORATION (Document #) (Corporation Name) Certified Copy Walk in Pick up time Certificate of Status Will wait Photocopy Mail out AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION OTHER FILNGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark **Other** Examiner's Initials

ARTICLES OF INCORPORATION OF

98 AUG -3 PH 2: 32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

HEAVEN SCENT FLORIST & FLOWER MARKET, INC.

The undersigned, acting as incorporator of HEAVEN SCENT FLORIST & FLOWER MARKET, INC. under the Florida General Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is HEAVEN SCENT FLORIST & FLOWER MARKET, INC.

The principal place of business of this corporation shall be:

6100 S.W. 34th Street Miami, Fl. 33155

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of receipt and acknowledgment of these Articles of Incorporation.

ARTICLE III PURPOSE

The nature of the business or purposes to be conducted or promoted is to engage in any and all lawful act of General Corporation Law of Florida, including without limitation the ability to and engage in all other matters incident thereto.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name of the corporation's initial registered agent is Jose A. Munoz and the street address of the initial registered office is 6100 S.W. 34th Street Miami, Fl. 33155.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have one-(1) directors initially. The number of directors may increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

President- Jose A. Munoz- 6100 S.W. 34th Street. Miami, Fl. 33155

Vice-President Alejandro J. Munoz 6100 S.W. 34th Street Miami, F1 33155

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Jose A. Munoz 6100 S.W. 34th Street Miami, FL 33155

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaws are not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

AS REGISTERED ACCEPTANCE OF APPOINTMENT AGENT

Having been named as registered agent for HEAVEN SCENT FLORIST & FLOWER MARKET, INC. at the place designated in said articles of incorporation, I, hereby agree to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

BY:

ose A. Munoz

Incorporator

98 AUG -3 PH 2: 32
SEGRETARY OF STATE