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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: MANAS WHOLESALE FLOWER & GROWERS, INC.

AUDIT NUMBER.....H98000014954

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

CERT. OF STATUS..1

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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**ARTICLES OF INCORPORATION  
OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**MANAS WHOLESALE FLOWER & GROWERS, INC.**

**ARTICLE I - CORPORATE NAME**

The name of this Corporation shall be: Manas Wholesale Flower & Growers, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

3400 SW 8th Street  
Miami, FL 33135

**ARTICLE III- NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE THOUSAND (1000) shares of common stock having ONE DOLLAR ( \$1.00) PAR VALUE

**ARTICLE V - INITIAL REGISTERED AGENT**

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Juan Manas  
3400 SW 8th Street  
Miami, FL 33135

Prepared By: Domingo Alonso, CPA  
250 Valencia Avenue  
Coral Gables, FL 33134  
(305)-448-3898

**ARTICLES OF INCORPORATION  
PAGE TWO**

**ARTICLE VI - BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by by-laws adopted by the stockholder's. However, the Corporation shall have no less than (1) director at any time.

**ARTICLE VII - INITIAL DIRECTORS**

The name and post office address of each member of the initial Board of Directors is:

President  
Juan Manas  
3400 SW 8th Street  
Miami, FL 33135

**ARTICLE VIII - PREEMPTIVE RIGHTS**

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, service, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

**ARTICLE IX - INCORPORATOR(S)**

The name and post office address of each incorporator executing these Articles of Incorporation is as follows:

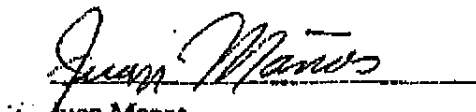
Juan Manas  
3400 SW 8th Street  
Miami, FL 33135

PAGE THREE  
ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR (S), for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

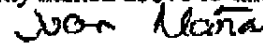
  
Juan Manas  
Incorporator

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of laws applicable to said designation.

  
Juan Manas  
Registered Agent

STATE OF FLORIDA)  
COUNTY OF DADE)

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements personally appeared,

  
to me known to be the person (s) described as the incorporator(s) in the foregoing Articles of Incorporation, and he (she) acknowledged to me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, County and State above written this 12  
day of August, 19 98

My commission expires:



OFFICIAL SEAL  
P. Alonso  
CC# 726630  
My Comm. Expires March 22, 2002

  
NOTARY PUBLIC, State of Florida

SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

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