

LAW OFFICE  
**ROBERT SADER, P.A.**  
A PROFESSIONAL ASSOCIATION

Robert L. Sader\*  
Michael R. LeMaire

\*Also Admitted in Ohio

**P98000083907**  
**VIA FEDERAL EXPRESS**

September 28, 1998

Department of State  
Ms. Tracy Smith  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

900002648189--6  
-09/24/98--01067--014  
\*\*\*\*123.50 \*\*\*\*123.50

**RE: F.V. Investments, Inc.**

Dear Ms. Smith:

Please find enclosed the following pertaining to the above referenced:

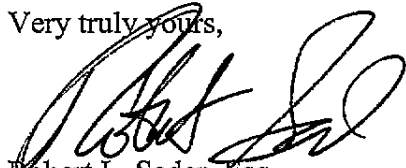
1. Articles of Incorporation
2. A return Federal Express air bill and envelope
3. Copy of your letter of September 25, 1998 (LN798A00048356) rejecting the name previously submitted, "Fresh Flowers, Inc."

Please be so kind as to return a certified copy of the Articles of Incorporation to me in the Federal Express envelope provided. You already have our check for \$123.50.

If you have any questions or comments whatsoever about this filing please call me at 800-948-7202.

Thank you for your usual assistance.

Very truly yours,

  
Robert L. Sader, Esq.

RLS/tss

rspa/Rosinvar F.V. Investments.DeptState.ltr

FILED  
98 SEP 29 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 25, 1998

ROBERT L. SADER, ESQ.  
1901 W. CYPRESS CREEK RD.  
STE. 415  
FT. LAUDERDALE, FL 33309

SUBJECT: FRESH FLOWERS, INC.  
Ref. Number: W98000021985

We have received your document for FRESH FLOWERS, INC. and your check(s) totaling \$123.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 798A00048356

**Articles of Incorporation**  
**of**  
**F.V. Investments, Inc.**

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation is: F.V. INVESTMENTS, INC.

**ARTICLE II. NATURE OF BUSINESS**

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

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation is to exist perpetually.

FILED  
98 SEP 29 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE V. ADDRESS

The initial principal office of this corporation in the State of Florida is as follows:

c/o Robert Sader, P.A.  
1901 West Cypress Creek Road  
Suite 415  
Fort Lauderdale, Florida 33309

The Board of Directors may from time to time move the principal office to any other address in Florida.

#### ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is Robert L. Sader, 1901 West Cypress Creek Road, Suite 415, Fort Lauderdale, Florida 33309, which is also known as the registered office.

#### ARTICLE VII. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

#### ARTICLE VIII. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these Articles is as follows:

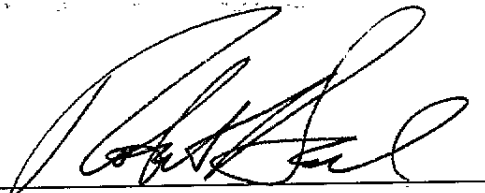
Robert L. Sader, Esq.

ROBERT SADER, P.A.  
1901 West Cypress Creek Road  
Suite 415  
Fort Lauderdale, FL 33309

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

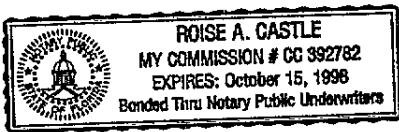
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 28 day of September, 19 98.

  
Robert L. Sader, Esq.  
Incorporator

STATE OF FLORIDA       )  
                                      ) SS  
COUNTY OF BROWARD    )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared ROBERT L. SADER personally known to me to be the person described as Incorporator of and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this  
28 day of September, 19 98.



Raise A. Castle  
Notary Public, State of Florida at Large  
My Commission Expires:

I, ROBERT L. SADER, by execution hereof, accept the designation as Registered Agent of this corporation.

[Signature]  
ROBERT L. SADER