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**FIRST PARAGON, INC.**

1351 NW 78 AVENUE  
MIAMI, FLORIDA 33126

Tel: (305) 477-7611

Fax: (305) 477-9018

(800)-525-6776

**COVER SHEET**

To: Secretary of State

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-12/11/98--01058--027

\*\*\*\*157.50 \*\*\*\*78.75

From: Wesley J. Allen  
1351 N.W. 78<sup>th</sup> Ave  
Miami, Florida 33126

Office Use Only

Fax Number: (305) 477-0782

Client/Matter: Articles of Incorporation

Date: December 10, 1998

FILED  
98 DEC 11 PM 12:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosed please find \$157.50 in order to file the two corporations. Please return the certified copies to the below address.

Wesley J. Allen  
C/O First Paragon, Inc.  
1351 N.W. 78<sup>th</sup> Avenue  
Miami Florida 33126

*Wesley J. Allen*  
AUTHORIZATION BY *Wesley J. Allen* TO *TA* GAVE  
CORRECT *Reading*  
DATE *12/14/98*  
DOC. EXAM *TA*

*TA-12/14/98*

**ARTICLES OF INCORPORATION**  
**OF**  
**FINE FLOWERS OF MIAMI, INC.**

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607.0401 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the corporation is Fine Flowers of Miami, Inc.

**ARTICLE II**

**PRINCIPLE OFFICE AND MAILING ADDRESS**

The principle office of the corporation is 11212 S.W. 134<sup>th</sup> Court, Miami, Florida 33186.  
The mailing address of the Corporation is 11212 S.W. 134<sup>th</sup> Court, Miami, Florida, 33186.

**ARTICLE III**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the law of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value Common stock.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

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The street address of the initial registered office of the Corporation is 1351 NW 78<sup>th</sup> Avenue, Miami, Florida, 33126, and the name of the initial Registered Agent of the Corporation is Wesley J. Allen

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTORS**

The corporation shall initially have two (2) directors to hold office until the first annual meeting of the shareholders and successors to said director shall have been duly elected and qualifies, or until the earliest resignation, removal from office, or death of said directors. The number of directors may be either increased or decreased from time to time in accordance with the bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Uriel E. Munar	11212 S.W. 134 <sup>th</sup> Court Miami, Florida 33186
Maria F. Diaz	11212 S.W. 134 <sup>th</sup> Court Miami, Florida 33186

## **ARTICLE VII**

### **INCORPORATOR**

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

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Uriel E. Munar	11212 S.W. 134 <sup>th</sup> Court Miami, Florida 33186

## **ARTICLE VIII**

### **AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with the laws is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

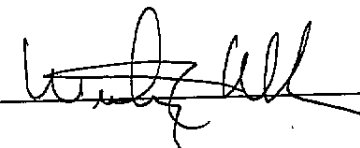
IN WITNESS WHEREOF, the undersigned had executed these Articles of Incorporation this 8 day of December, 1998.

  
\_\_\_\_\_  
URIEL E. MUNAR

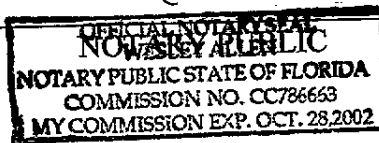
STATE OF FLORIDA     )  
                                      : SS,  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared URIEL E. MUNAR, who is personally known to me or has produced N/A as identification and who did take an oath, who is described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the country and state last aforesaid, this 8<sup>th</sup> day of December, 1998.

  
\_\_\_\_\_

Name: \_\_\_\_\_

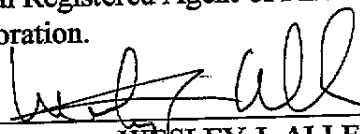


My Commission Expires:

**ACCEPTANCE OF DESIGNATION AS A REGISTERED AGENT**

I hereby accept the appointment as the initial Registered Agent of FINE FLOWERS OF MIAMI, INC. as made in the foregoing Articles of Incorporation.

DATE: December 8, 1998

  
\_\_\_\_\_  
WESLEY J. ALLEN

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98 DEC 11 PM 12:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA