BOUQUETS BY DESIGN

2157 Winding Creek Lane Jacksonville, FL 32246

February 9, 1999

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

> Articles of Incorporation of Bouquets by Design, Inc. Re:

Dear Sir or Madam:

Please find enclosed for filing Articles of Incorporation and Appointment of Registered Agent for Corporation Acceptance of Appointment for Bouquets by Design, Inc., together with a check in the amount of \$78.75 in payment of the following fees:

> Filing Fee and Registration of Designation of Registered

Agent:

\$ 70.00

Certified Copy of the Articles:

8.75 \$ 78.75

Kindly acknowledge receipt and filing of same.

Sincerely,

/tjw **Enclosures**

ARTICLES OF INCORPORATION

OF

BOUOUETS BY DESIGN, INC.

ARTICLE I

NAME

The name of this corporation is Bouquets by Design, Inc.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in and transacting any and all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock having no par value, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 695 A1A North, Unit #50, Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent of this corporation at that address is Barbara L. Kidd. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased from time to time, by amendment to the By-Laws, but in no event shall the number of the Directors be reduced below one (1). The name and address of the initial Directors are:

| <u>NAME</u> | ADDRESS |
|------------------|--|
| Tera J. Whitmore | 2157 Winding Creek Lane Jacksonville, FL 32246 |
| Barbara L. Kidd | 695 A1A North, Unit #50 Ponte Vedra Beach, FL 32082 |

ARTICLE VI

| | ARTICLE VI | |
|------------------------|--|-------------|
| | PRINCIPAL PLACE OF BUSINESS | |
| The principal place of | of business shall be: | - |
| | 2157 Winding Creek Lane Jacksonville, FL 32246 | |
| The mailing address | shall be: | . <u></u> |
| | Post Office Box 330815 Atlantic Beach, Florida 32233-0815 | .:: '= |

ARTICLE VII INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Tera J. Whitmore

2157 Winding Creek Lane Jacksonville, FL 32246

ARTICLE VIII

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set her hand and affixed his seal, this the _____ day of ______ February, 1999.

Tera J. Whitmore

Incorporator

STATE OF FLORIDA:

COUNTY OF DUVAL:

BEFORE ME personally appeared Tera J. Whitmore, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of Bouquets by Design, Inc. and acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Neptune Beach, Duval County, Florida, this day of February, 1999.

Notary Public, State of Florida

Printed Name: Donna J. Perry

My Commission Expires: [2-8-0]

Donna J. Perry
MY COMMISSION # CC686387 EXPIRES
December 8, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

APPOINTMENT OF REGISTERED AGENT FOR CORPORATION

ACCEPTANCE OF APPOINTMENT

TO: Department of State Tallahassee, Florida 32304

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

1. Bouquets by Design, Inc., with its place of business at 2157 Winding Creek Lane, Jacksonville, Florida 32246, has named Barbara L. Kidd, located at 695 A1A North, Unit #50, Ponte Vedra Beach, Florida 32082, as its agent to accept service of process within the State.

DATED this day of February, 1999.

BOUQUETS BY DESIGN, INC.

Tera J. Whitmore, President

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 of the Florida General Corporation Act.

Dated this day of February, 1999.

Barbara L. Kidd Registered Agent