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LAW OFFICES OF
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February 16, 1999

Millicent B. Athanason, Esq.

Reply To:
7262 S.R. 54
Seven Springs Plaza
New Port Richey, FL 34653
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Secretary of State
State of Florida
Division of Corporations
The Capitol
Tallahassee, FL 32304

Re: Grande Designs Florist, Inc.

100002783571--8
-02/22/99--01143--002
*****70.00 *****70.00

Dear Sir:

Please find enclosed herewith the original and one copy of the Articles of Incorporation of Grande Designs Florist, Inc., together with the Certificate Designating Registered Agent and Street Address for Service of Process Within Florida. Also enclosed is my check in the amount of \$70.00 to cover the following:

1. \$35.00 - Filing of Articles of Incorporation
2. \$35.00 - Designation of Registered Agent.

Kindly stamp the enclosed articles and return them to my office in the self-addressed stamped envelope provided.

If you should have any questions, please feel free to contact my office.

Very truly yours,

/s/ Millicent B. Athanason

Millicent B. Athanason

MBA:dls

FILED
99 FEB 22 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK FEB 24 1999

ARTICLES OF INCORPORATION
OF
GRANDE DESIGNS FLORIST, INC.

FILED
99 FEB 22 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is GRANDE DESIGNS FLORIST, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSES

This Corporation is organized to include the transaction of any and all lawful business for which corporations may be incorporated under Florida Statutes and the laws of the State of Florida as may be amended from time to time. This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done

without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7268 S.R. 54, New Port Richey, FL 34653 and the name of the initial registered agent of this Corporation at that address is THEODORE GRANDE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

<u>Name</u>	<u>Address</u>
THEODORE GRANDE	7268 S.R. 54 New Port Richey, FL 34653

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are: THEODORE GRANDE

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any

provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

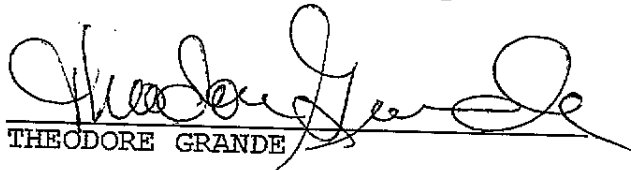
ARTICLE XI - PRINCIPAL OFFICE

The principal office of the corporation will be at:

7268 S.R. 54, New Port Richey, FL 34653

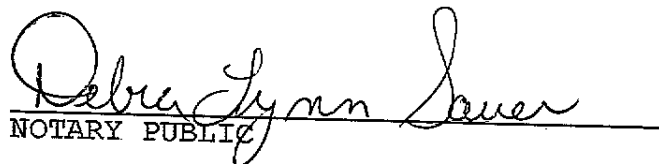
and the mailing address for the corporation shall be the same.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17 day of February, 1999.


THEODORE GRANDE

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 17 day of February, 1999 by **THEODORE GRANDE**, who is personally known to me or who has produced a driver's license or a non-driver's I.D. issued by a state of the United States as identification and who took an oath.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



Debra Lynn Sauer
MY COMMISSION # CC621145 EXPIRES
May 31, 2001
BONDED THRU TROY PAIN INSURANCE, INC

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Florida Statute 48.091, **GRANDE DESIGNS FLORIST, INC.**, desiring to organize under the laws of the State of Florida, hereby designates **THEODORE GRANDE**, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as Registered Agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statute 48.091(3) relative to maintaining an office for the service of process.



THEODORE GRANDE

FILED
99 FEB 22 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA