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JUDITH BERNERO

361 East 34 Street  
Hialeah, Florida 33013  
(954) 450-1585

March 8, 1999

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Ace's Baskets, Inc.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation and Acceptance of Appointment of Registered Agent for Ace's Baskets, Inc. Also enclosed is a check made payable to the Secretary of State in the amount of Seventy-eight dollars and Seventy-five cents (\$78.75) for payment of the following:

1.	The filing fee for the Articles of Incorporation	\$35.00
2.	One (1) certified copy of the Articles of Incorporation	8.75
3.	Registered Agent fee	35.00
	Total	\$78.75

After filing please send me the certified copy of the Articles of Incorporation in the enclosed addressed stamped return envelope.

Please do not hesitate to contact me should you have any questions.

Sincerely yours,

*Judith Bernero*  
JUDITH BERNERO

JB:  
Enclosures

FILED  
99 MAR -9 AM 11:05  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**ACE'S BASKETS, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of this corporation shall be Ace's Baskets, Inc.

**ARTICLE II**

**NATURE OF BUSINESS**

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

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock this Corporation is authorized to have outstanding at one time is one thousand (1,000) shares of common stock with \$0.01 par value.

**ARTICLE IV**

**TERM OF EXISTENCE**

The corporation shall exist in perpetuity.

**ARTICLE V**

**INITIAL PRINCIPAL OFFICE**

The initial street address of the principal office of this corporation in the State of Florida shall be 845 N.W. 108 Avenue, Building 3, Plantation, Florida 33324.

**FILED**  
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TALLAHASSEE, FLORIDA

**ARTICLE VI**

**INITIAL REGISTERED AGENT AND OFFICE**

The Initial Registered Agent and Office of this corporation shall be:

Judith Bernero  
361 East 34 Street  
Hialeah, Florida 33013

**ARTICLE VII**

**INCORPORATOR**

The name and address of the persons signing these Articles of Incorporation are:

Judith Bernero  
361 East 34 Street  
Hialeah, Florida 33013

**ARTICLE VIII**

**SPECIAL ELECTION**

The corporation expressly elects not to be governed by either §607.0901 or §607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 8th day of March, 1999.

  
\_\_\_\_\_  
JUDITH BERNERO, INCORPORATOR

**ACCEPTANCE OF APPOINTMENT**

**OF**

**REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
JUDITH BERNERO

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
99 MAR -9 AM 11:05

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