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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

GROWER'S CHOICE, INC.

FLOWERS, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 17, 1999

ACE INDUSTRIES, INC.

SUBJECT: GROWER'S CHOICE, INC.
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THE CONFLICT IS GROWERS' CHOICE INCORPORATED, DOCUMENT NUMBER P93000053053.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: GROWER'S CHOICE FLOWERS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Address of Corporation: 1602 ALTON ROAD, SUITE #405

MIAMI BEACH, FL 33139

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of NO PAR.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: ADAM NEWMAN

REGISTERED OFFICE: 1602 ALTON ROAD, SUITE #405

MIAMI BEACH, FL 33139

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

03 / 17 / 99
Date


Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. ADAM NEWMAN, 1602 ALTON ROAD, SUITE #405. MIAMI BEACH, FL 33139
- 2.
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

ADAM NEWMAN

1602 ALTON ROAD, SUITE #405

MIAMI BEACH, FL 33139

In witness whereof, I have subscribed my name:


Signature of Incorporator

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571