Law Office of WILLIAM A. JOHNSON, P.A.

Suntree Professional Center Suite Six 6550 North Wickham Road Melbourne, Florida 32940

Telephone (407) 253-1667

Facsimile (407) 242-9554

P99000641V

July 23, 1999

000002941620---5 -07/26/99--01136--008 ****122.50 *****78.75

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

Please file the enclosed articles of incorporation. The filing fee of \$122.50 is included. After filing, please return the articles to this office.

Thank you for your cooperation.

Sincerely,

William A. Johnson

WAJ/kc

enclosures

FILED

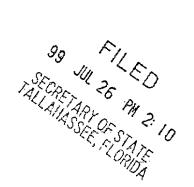
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SECRETARY OF STATE
TALLAHASSEE, FLORINA

ARTICLES OF INCORPORATION

OF

SUNTREE FLORIST & GIFTS, INC.



The undersigned subscribers to these articles of incorporation adopt these articles to form a corporation under the Florida Business Corporation Act, F.S. Chapter 607, and other laws of the State of Florida.

ARTICLE I Name

The name of the corporation is Suntree Florist & Gifts, Inc.

ARTICLE II Principal Office

The initial principal office and mailing address of this corporation are

7025 N. Wickham Road, Suite 111 Melbourne, Florida 32940

ARTICLE III Purpose

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

ARTICLE IV Terms of Existence

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V Capital Stock

The capital stock of the corporation shall be 1,000 shares of common stock having a par value of \$0.001 per share. Each share of common stock shall have one (1) vote.

ARTICLE VI Registered Office and Agent

The name and address of the initial registered office of this corporation is:

William A. Johnson, Esq. 6550 N. Wickham Road, Suite 6 Melbourne, Florida 32940

ARTICLE VII Board of Directors

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors are:

Richard Johnson

President/

625 Myrtlewood Way

Secretary/Treasurer

Melbourne, FL 32940

ARTICLE VIII Officers

The name and address of the initial officer of the corporation, who will hold office until his successors are duly elected and qualified is:

Richard Johnson

President/

625 Myrtlewood Way

Secretary/Treasurer

Melbourne, FL 32940

ARTICLE IX Subscribers

The name and address of the person signing these articles of incorporation as subscriber is:

Richard Johnson

625 Myrtlewood Way Melbourne, FL 32940

ARTICLE X Amendment

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOR, the undersigned subscriber executed these articles

of incorporation on

Richard Johns

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on <u>Juual, 1999</u> by Richard Johnson.

Notary Public

My Commission Expires:

(Seal)

My Commission CC839160

My Commission CC839160

Expires April 26, 2002

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48,091, Florida Statutes, relative to keeping open said office for service of process.

STATE OF FLORIDA) ss COUNTY OF BREVARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared William Hoonison known to me personally and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed to above acceptance of designation as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 31 day of July

My commission expires:

