

P99000087581

LAW OFFICES

of

JOHN A. MOFFA, P.A.

300 NW 82<sup>nd</sup> Avenue, Suite 403  
Plantation, Florida, 33324

TELEPHONE: (954) 693-9446

FAX: (954) 693-9728

TRANSMITTAL LETTER

September 22, 1999

Florida Department of State  
Division of Corporations  
Attn: Filing Section  
P.O. Box 6327  
Tallahassee, FL 32314

700003001277--0

-09/30/99-01035-018

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Please find enclosed one original and one copy of the Articles of Incorporation for FANCY FLOWERS, INC. and a check in the amount of \$78.75. Please file these articles and return a filed copy to the above address.

Please call me if you have any questions.

Sincerely,

*Paul Marino*

Paul D. Marino  
For the firm

FILED  
99 SEP 30 AM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN OCT - 5 1999

ARTICLES OF INCORPORATION

of

FANCY FLOWERS, INC.

FILED  
99 SEP 30 AM 8:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name and Address

The Name of this corporation is FANCY FLOWERS, INC. (hereafter referred to as the Corporation). The Corporation's principal address is:

2841 E. Commercial Blvd.  
Ft. Lauderdale, Florida, 33308

ARTICLE II - Duration

This Corporation shall have perpetual existence commencing on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE III - Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Powers

This Corporation shall have all the powers conferred upon corporations organized under the laws of the State of Florida.

ARTICLE V - Capital Stock

This Corporation is authorized to issue 1000 shares of One and no/100 Dollar (\$1.00) par value common stock.

ARTICLE VI - Pre-emptive Rights

Every shareholder, upon the issuance of any new stock of this Corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro-rata share at the price at which it is offered to the others.

**ARTICLE VII - Initial Registered Agent and Office**

The street address of the initial registered office and agent of this Corporation is:

Kathleen McIntire  
2841 E. Commercial Blvd.  
Ft. Lauderdale, Florida, 33308

**ARTICLE VIII - Initial Board of Directors**

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

Kathleen McIntire  
2841 E. Commercial Blvd.  
Ft. Lauderdale, Florida, 33308

**ARTICLE IX - Incorporators**

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

Kathleen McIntire  
2841 E. Commercial Blvd.  
Ft. Lauderdale, Florida, 33308

**ARTICLE X - Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI - Indemnification**

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

**ARTICLE XII - Registered Agent**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

FIRST -- That FANCY FLOWERS, INC. desiring to organize under the laws of the State of Florida with it's principal office, as indicated in these Articles of Incorporation, at the City of Ft. Lauderdale, County of Broward, has named the following person as its agent for service of process within this state:

Kathleen McIntire  
2841 E. Commercial Blvd.  
Ft. Lauderdale, Florida, 33308

ACKNOWLEDGMENT — Having been named to accept service for the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

Kathleen McIntire  
Kathleen McIntire, Registered Agent

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of September, 1999.

Kathleen McIntire  
Kathleen McIntire, Incorporator