THE UNITED STATES **CORPORATION**

99 NOV 12 PM 3: 20

SECHETARY OF STATE TALLAHASSEE, FLORIDA

ACCOUNT NO. : REFERENCE: 479744

072100000032

170159A

EFFECTIVE DATE

AUTHORIZATION:

COST LIMIT : \$ 78.75

ORDER DATE: November 12, 1999

ORDER TIME: 11:16 AM

ORDER NO. ...: 479744-005

000003042560--7

CUSTOMER NO: 170159A

CUSTOMER: Kim Holloway, Legal Asst

BRASHEAR & ASSOCIATES, P.L. BRASHEAR & ASSOCIATES, P.L. 926 Northwest 13th Street

Gainesville, FL 32601

DOMESTIC FILING

NAME:

ALL ABOUT FLOWERS OF

GAINESVILLE, INC.

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED

ARTICLES OF INCORPORATION

99 NOV 12 PM 3: 20

 \mathbf{OF}

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ALL ABOUT FLOWERS OF GAINESVILLE, INC.

EFFECTIVE DATE

Article I

Name. The name of this Corporation is ALL ABOUT FLOWERS OF GAINESVILLE, INC.

Article II

Principal Office. The address of the principal office of the Corporation is 6500 S.W. Archer Road, Gainesville, Florida 32607

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 1000 shares of \$0.001 par value common stock.

Article VI

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

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 6500 S.W. Archer Road, Gainesville, Florida 32607, and the name of the initial registered agent of this Corporation is NATALIE P. MAGEE.

Article VIII

Initial Board of Directors. The Corporation shall have 4 Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Directors of this Corporation are:

Natalie P. Magee 6500 SW. Archer Road Gainesville, FL 32607 George R. Magee 6500 S.W. Archer Road Gainesville, FL 32607

George J. Magee 6500 SW. Archer Road Gainesville, FL 32607 Loretta M. Magee 6500 S.W. Archer Road Gainesville, FL 32607

Article IX

Incorporator. The name and address of the person signing these Articles is NATALIE P. MAGEE, 6500 S.W. Archer Road, Gainesville, FL 32607.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this _______ day of November, 1999.

Natalie P. Magee Incorporator

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this _______ day of November, 1999, by NATALIE P. MAGEE who is personally known to me or who has produced Florida Driver License ______ as identification, and who says that she is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 10 day of November, 1999.

(SEAL)

Thompkins W. White
MY COMMISSION # CC723966 EXPIRES
March 12, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

Printed Name

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of ALL ABOUT FLOWERS OF GAINESVILLE, INC., which is contained in the foregoing Articles of Incorporation.

DATED this day of November, 1999.

NATALIE P. MAGEE

Registered Agent

99 NOV 12 PM 3: 20
SECRETARY OF STATE
TAIL AHASSEE, FLORIDA