

ARTICLES OF INCORPORATION OF

AGAPE' FLORAL CREATIONS AND GIFTS, INC.

To the Honorable PATRICIA FUHRMEISTER, Judge of Probate
of Shelby County, Alabama:

We, the undersigned desiring to become a body corporate, do hereby file the following Articles of Incorporation, pursuant to the laws of the State of Alabama, and the undersigned Incorporators do hereby make and subscribe their names to these Articles.

ARTICLE I: NAME

The name of the corporation shall be AGAPE' FLORAL CREATIONS AND GIFTS, INC.

ARTICLE II: OBJECTS

RETAIL SALES

ARTICLE III: PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be in ALABASTER, ALABAMA, at 126 1ST AVE. W. ALABASTER, ALABAMA 35007.

The initial registered agent of the corporation authorized to receive service of process is CHRISTINA M. MASON, whose address is 9016TH AVE. N.W., ALABASTER, ALABAMA 35007.

ARTICLE IV: AUTHORIZED CAPITAL STOCK

The total authorized capital stock shall be One Hundred Dollars (\$100.00), consisting of 100 shares of common stock of the par value of One Dollars (\$1.00) per share. All stock shall be common stock and nonassessable. The amount of capital with which the corporation will begin business shall be One HUNDRED Dollars (\$100.00) consisting of 100 shares of common stock of the par value of One Dollars (\$1.00) per share, all of which shall be paid in. Cash

ARTICLE V: OFFICER TO RECEIVE SUBSCRIPTIONS

The name and post office address of the agent designated to receive subscriptions to said capital stock is CHRISTINA M. MASON, 901 6TH AVE. N. W., ALABASTER, ALABAMA 35007

ARTICLE VI: INCORPORATORS, DIRECTORS AND OFFICERS
NAMES AND ADDRESSES OF INCORPORATORS

The names and post office addresses of the incorporators, and the number of shares of stock subscribed by each, are as follows:

| (NAME) | (ADDRESS) | (NO. OF SHARES) | (AMOUNT) |
|--------|-----------|-----------------|----------|
|--------|-----------|-----------------|----------|

| | | | |
|--------------------|--|-----------|---------|
| CHRISTINA M. MASON | 901 6th Ave. n.w. Alabaster, Al.35007 | 50 shares | \$50.00 |
| ALICE L. MASON | 901 6th Ave. n.w. Alabaster, Al. 35007 | 50 shares | \$50.00 |

NAMES AND ADDRESSES OF DIRECTORS

The names and addresses of the Directors chosen for the first year are as follows:

| (NAME) | (ADDRESS) |
|--------|-----------|
|--------|-----------|

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Christina M. Mason 901 6th Ave. n.w. Alabaster, Al. 35007

Alice L. Mason 901 6th Ave. n.w. Alabaster, Al. 35007

NAMES AND ADDRESSES OF OFFICERS

The names and post office addresses of the Officers chosen for the first year are as follows:

| (NAME) | (OFFICE(S)) | (ADDRESS) |
|--------------------|------------------------------|--|
| Christina M. Mason | President and Secretary | 901 6th Ave. n.w. Alabaster, Al. 35007 |
| Alice L. Mason | vice-president and Treasurer | 901 6th Ave. n.w. Alabaster, Al. 35007 |

ARTICLE VII: POWERS

The corporation shall possess all the powers necessary to conduct the business or businesses, and to carry out the objects expressed herein and all of those expressly conferred on corporation by the laws of the State of Alabama, as well as those necessarily implied, together with the following additional powers:

(a) To lend money and take security therefor, or to borrow money and give security therefor, on such terms as to the Board of Directors may deem proper and available.


(b) To purchase, acquire and own shares of its own capital stock, or the capital stock of any other corporation.


(c) To engage in business as natural persons may, not inconsistent with the provisions of law pertaining to corporations in the State of Alabama.

ARTICLE VIII: RESTRICTIONS

Each share of the capital stock shall be subject to a condition, which shall be noticed on each certificate of capital stock, that transfer of such stock is restricted by agreement between shareholders on file in the Office of the Secretary of the corporation.

IN WITNESS WHEREOF, undersigned Incorporators have hereunto subscribed their names on this 30 day of July, 1997, at Pelham, Alabama.


CHRISTINA M. MASON, incorporator


WITNESS

THIS INSTRUMENT WAS PREPARED BY:

B. CHRISTOPHER BATTLES

Attorney at Law

3150 HWY 52 WEST

PELHAM, ALABAMA 35124

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Agape' Floral Creation & Gifts, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Christopher Battle, 3150 Hwy 52 West, Pelham, AL 35124 for a period of one hundred twenty days beginning July 14, 1997 and expiring November 12, 1997.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

July 14, 1997

Date

A handwritten signature in black ink that reads 'Jim Bennett'. The signature is written in a cursive style with a large, stylized 'J' and 'B'.

Jim Bennett

Secretary of State

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