



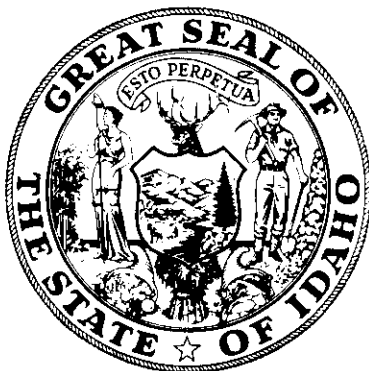
CERTIFICATE OF INCORPORATION
OF

MOTHER EARTH FLORAL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of MOTHER EARTH FLORAL, INC., duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **January 27, 1984**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

JAN 27 1984
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JAN 27 1984

ARTICLES OF INCORPORATION
OF
MOTHER EARTH FLORAL, INC.

The undersigned, acting as an incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is:

MOTHER EARTH FLORAL, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is the transaction of any and/or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000), without par value.

FIFTH: That the address of the initial registered office of the corporation is 545 Shoup Avenue, Idaho Falls, Idaho, 83402, and the name of its initial registered agent at such address is Martie Jaynes.

SIXTH: That all of the powers of the Board of Directors in the conduct and management of the corporate affairs conferred or

imposed upon the Board of Directors by the Idaho Business Corporation Act, Idaho Code §§30-1-1 et seq., are assumed by the Shareholders.

SEVENTH: The Shareholders of the corporation may, from time to time, distribute to themselves out of capital surplus of the corporation a portion of its assets, in cash or property, subject to the following provisions:

(a) No such distribution shall be made at a time when the corporation is insolvent or when such distribution would render the corporation insolvent.

(b) No such distribution shall be made unless it is authorized by the affirmative vote of the holders of a majority of the outstanding shares.

(c) Each such distribution, when made, shall be identified as a distribution from capital surplus and the amount per share disclosed to the Shareholders receiving the same concurrently with the distribution thereof.

EIGHTH: The name and address of the incorporator is:

Name

Address

Martie Jaynes

2235 Malibu Drive
Idaho Falls, Idaho 83402


Dated this 9th day of January, 1984.


Incorporator

STATE OF IDAHO)
) ss.
County of Bonneville)

ON THIS 26th day of January, 1984, before me,
Anne E. McDonald, a Notary Public in and for said
State, personally appeared MARTIE JAYNES, known to me to be the
person whose name is subscribed to the within and foregoing
instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, the day and year in this certificate first
above written.



Notary Public for Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: Life