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WINDY HILL FOLIAGE, INC.

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Amended + Restated

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**AMENDMENT AND RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
WINDY HILL FOLIAGE, INC.**


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Pursuant to the provisions of Section 607.1007 of the Florida Statutes, the undersigned Corporation adopts the following restated and amended Articles of Incorporation:

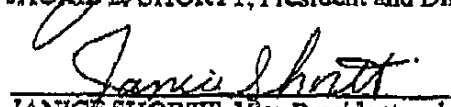
1. The name of the Corporation is **WINDY HILL FOLIAGE, INC.**
2. The Articles of Incorporation are hereby revoked in their entirety and the following Amended and Restated Articles of Incorporation attached hereto as Exhibit "A" are inserted in lieu thereof.
3. The amendment was adopted by the unanimous vote of all the shareholders of the Corporation and thus sufficient for approval.
4. The effective date of this amendment's adoption shall be September 28, 2007.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed these Articles of Amendment this 28 day of September, 2007.

WINDY HILL FOLIAGE, INC.,
A Florida corporation



JACKIE L. SHORTT, President and Director



JANICE SHORTT, Vice President and Director

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EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
WINDY HILL FOLIAGE, INC.**

The Article of Incorporation for WINDY HILL FOLIAGE, INC. (the "Corporation") were filed with the Secretary of State on February 16, 1995. The undersigned President of the Corporation hereby files these Amended and Restated Articles of Incorporation for the Corporation in accordance with Section 607.1007, Florida Statutes, which were adopted by the unanimous consent of the shareholders of the Corporation on September 28, 2007:

**ARTICLE I
Name**

The name of the Corporation shall be WINDY HILL FOLIAGE, INC.

**ARTICLE II
Purpose**

The Corporation shall have the power to engage in any lawful business.

**ARTICLE III
Effective Date**

These Amended and Restated Articles of Incorporation shall be effective on the date of filing with the Florida Secretary of State.

**ARTICLE IV
Principal Office**

The principal place of business and mailing address of this Corporation shall be 35814 County Road 437, Eustis, Florida 32736.

**ARTICLE V
Shares**

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 9,500 nonvoting and 500 voting shares of Common Stock. Common shares shall be the only class of shares which the Corporation shall have authority to issue.

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EXHIBIT A

**ARTICLE VI
Officers**

The affairs of the Corporation shall be administered by the officers as designated in the Bylaws. The officers shall be elected by the Board of Directors and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Title</u>	<u>Name</u>	<u>Address As To All</u>
PRESIDENT	JACKIE L. SHORTT	35814 County Road 437
VICE-PRESIDENT	JANICE SHORTT	Eustis, Florida 32736
TREASURER	JANICE SHORTT	
SECRETARY	JACKIE L. SHORTT	

**ARTICLE VII
Registered Agent**

The registered agent of the Corporation is Jackie L. Shortt. The street address of the Corporation's registered office is 35814 County Road 437, Eustis, Florida 32736.

**ARTICLE VIII
Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE IX
Amendment of Bylaws**

The Bylaws of the Corporation may be amended by majority vote of either the Directors or the Shareholders. Directors shall be appointed as outlined in the Bylaws.

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EXHIBIT A

IN WITNESS WHEREOF, the undersigned officers and directors of the Corporation have executed these Amended and Restated Articles of Incorporation this 28 day of September, 2007.

Attest:


JACKIE L. SHORTT, Secretary

WINDY HILL FOLIAGE, INC.,
A Florida corporation


JACKIE L. SHORTT, President and Director


JANICE SHORTT, Vice President and Director