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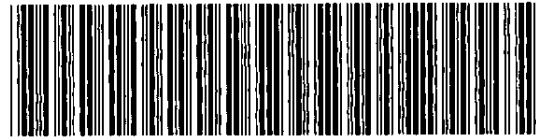
(Business Entity Name)

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FEB 22 2012
T. LEMIEUX



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 540666 7429315

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : February 21, 2013

ORDER TIME : 9:03 AM

ORDER NO. : 540666-005

CUSTOMER NO: 7429315

DOMESTIC AMENDMENT FILING

NAME: KNOX NURSERY, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Milnes -- EXT# 52920

EXAMINER'S INITIALS: _____

AMENDED
ARTICLES OF INCORPORATION
OF
KNOX NURSERY, INC.

FILED

13 FEB 21 PM 11:53

CLERK OF STATE
TALLAHASSEE, FLORIDA

The Amended Articles of Incorporation of Knox Nursery, Inc. ("Corporation") were approved by a majority of the Stockholders and a majority of the Board of Directors on February 14, 2013. The corporation is filing the Amended Articles of Incorporation pursuant to F.S. 607.0602 and the Articles set forth below are hereby replaced in their entirety unless designated otherwise, to-wit:

SECOND: The purpose of the Corporation is to engage in any lawful activity for which corporations may be organized under Florida Law.

THIRD: Stock. The Corporation shall have the authority to issue One Hundred Ten Million (110,000,000) shares of stock, of which One Hundred Million (100,000,000) shares are Common Stock, par value of \$.0001 per share, and Ten Million (10,000,000) shares of Preferred Stock, a par value \$.0001 per share. The Common Stock may be issued from time to time without action by the stockholders. The Common Stock may be issued for such consideration as may be fixed from time to time by the Board of Directors.

No Preemptive Rights. Holders of the Stock of the Corporation shall not have any preference, preemptive right, or right of subscription to acquire any shares of the Corporation authorized, issued, or sold, or to be authorized, issued or sold, or to any obligations or shares authorized or issued or to be authorized or issued, and convertible into shares of the Corporation, nor to any right of subscription thereto, other than the extent, if any, the Board of Directors in its discretion, may determine from time to time.

Assessment of Shares. The Stock of the Corporation, after the amount of the subscription price has been paid in money, property or services, as the Directors shall determine, shall not be subject to assessment to pay the debts of the Corporation, nor for any other purpose, and no stock issued as fully paid shall ever be assessable or assessed, and the Certificate of Incorporation shall not be amended in this particular.

Preferred Shares. The preferred stock may be issued in series from time to time with such designations, preferences, and relative participating, optional, or other rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in a resolution providing for the issuance of such class, classes, or series adopted by the Board of Directors, pursuant to the authority hereby given as provided by statute.

FOURTH: Powers of Directors. In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(1) Subject to the Bylaws, if any, adopted by the shareholders, to make, alter or repeal the Bylaws of the Corporation;

(2) To authorize and cause to be executed mortgages and liens, with or without limit as to amount, upon the real and personal property of the Corporation;

(3) To authorize the guaranty by the Corporation of securities, evidences of indebtedness and obligations of other persons, corporations and business entities;

(4) To set apart out of any of the funds of the Corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve; and

(5) By resolution adopted by a majority of the whole Board, to designate one or more committees, each committee to consist of one or more of the Directors of the Corporation, which, to the extent provided in the resolution or in the Bylaws of the Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the Bylaws of the Corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

All corporate powers of the Corporation shall be exercised by the Board of Directors except as otherwise provided herein or by law.

FIFTH: Deleted in its entirety.

SIXTH: Period of Duration. This Corporation is to have A PERPETUAL existence.

SEVENTH: The principle place of business is 940 Avalon Road, Winter Garden, Florida 34787. The Corporation may also maintain offices for the transaction of any business at such other places within or without the State of Florida as it may from time to time determine. Corporate business of every kind and nature may be conducted, and meetings of Directors and shareholders held outside the State of Florida with the same effect as if in the State of Florida. The Corporation's registered office in the State of Florida is located at 940 Avalon Road, Winter Garden, Florida 34787. The Registered Agent in charge thereof is Bruce R. Knox.

EIGHTH: Governing Board. The members of the Board of the Corporation shall be styled Directors.

Initial Board of Directors. The initial Board of Directors shall consist of at least one (1) but no more than five (5) members. The names and addresses of the initial members of the Board of Directors are as follows:

Bruce R. Knox	President, Chairman and Director	940 Avalon Road Winter Garden FL 34787
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James M. Knox, III	Vice-President and Director	940 Avalon Road Winter Garden FL 34787
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Change in Number of Directors. The number of Directors may be increased or decreased by duly adopted amendment to the Bylaws of the Corporation.

NINTH: Combined with and replaced in its entirety in EIGHTH.


TENTH through SIXTEENTH Deleted in their entirety.

SEVENTEENTH: Amendments. This Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation or its Bylaws, in the manner now or hereafter prescribed by statute or by these Articles of Incorporation or said Bylaws, and all rights conferred upon the shareholders are granted subject to this reservation.

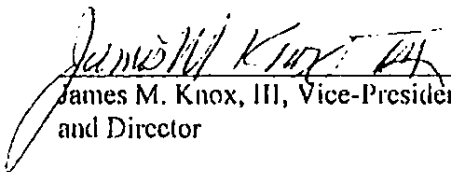
EIGHTEENTH: Conflict of Interest. No contract or other transaction between the Corporation and by any other firm or corporation shall be affected or invalidated by reason of the fact that any one or more of the Directors or Officers of this Corporation is, or are interested in, or is a member, Shareholder, Director or Officer or member, Shareholder, Director or Officer of such other firm or corporation and any Director or Officer or Officers, individually or jointly, may be a party or parties to, or may be interested in any contract or transaction of this Corporation in which this Corporation is interested, and no contract, act or transaction of this Corporation with any other person, or persons, firm, association, or corporation shall be affected or invalidated by reason of the fact that any Director or Directors or Officers or Officers of this Corporation is a party or are parties to, or are interested in, such contract, act or association or corporation, any each and every person who may become a Director or Officer of this Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this Corporation for the benefit of himself or any firm, association, or corporation in which he may in anywise be interested.

We, Bruce R. Knox and James M. Knox, III, under the laws of the State of Florida, pursuant to Section 607.0123, Florida Statutes, do make and file this these Articles, and do certify that the facts herein stated are true; and have accordingly signed below, on the 14th day of February, 2013.

Signed and Attested to by:



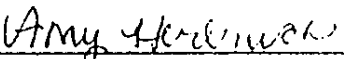
Bruce R. Knox, President, Chairman
and Director



James M. Knox, III, Vice-President
and Director

STATE OF FLORIDA)
)
County of Orange) ss

These Amendments to the Articles of Incorporation were executed and acknowledged before me by Bruce R. Knox and James M. Knox, III, who are personally known to me on this 14th day of February, 2013.



Notary Public

My Commission Expires: September 6, 2016
Commission No. EE 833024

[SEAL]



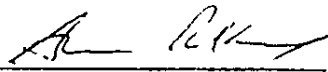
**KNOX NURSERY, INC.
ACTION OF THE STOCKHOLDERS
BY WRITTEN CONSENT**

February 15, 2013

**SIGNATURE PAGE
STOCKHOLDERS:**

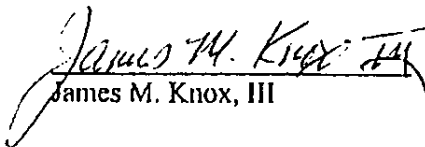
Name and Signature:

Number of Shares Held



Bruce R. Knox

5,223



James M. Knox, III

2,310

Total

7,533

(79%)

**WRITTEN CONSENT OF DIRECTORS
OF
KNOX NURSERY, INC.**

Knox Nursery, Inc., a corporation duly organized and existing under and by virtue of Florida law, does hereby certify the following Amendments pursuant to Section 607.0123, Florida Statutes:

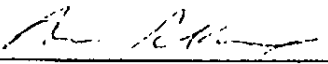
That at a meeting called pursuant to provisions of Florida law, as amended, which provides that any action required to be taken at a meeting of the Board of Directors of a Florida corporation may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the directors of the corporation, Resolutions were duly adopted setting forth a proposed Amendment of the Articles of Incorporation of said corporation, declaring said Amendment to be advisable. The resolution setting forth the proposed Amendment is as follows:

1. The Amended Articles of Incorporation of Knox Nursery, Inc., attached hereto were approved unanimously by the Board of Directors of the Corporation effective as of February 14, 2013.
2. The Amended Articles of Incorporation set forth in Exhibit "A" attached hereto and incorporated herein as if fully set out were approved by majority consent of the shareholders of the Corporation.
3. Of the 9,536 shares outstanding, 7,533 (79%) of the outstanding shares of the Corporation's Common Stock voted in favor of the Amendment to the Articles of Incorporation set forth in the attached Exhibit "A".

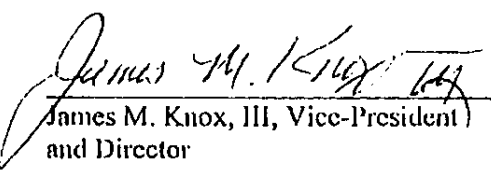
RESOLVED, that the Amended Articles of Incorporation attached hereto as Exhibit "A" are hereby approved and passed in their entirety such that the matters set forth therein do hereby constitute the actions of this Board;

1. Amend the Articles of Incorporation as per the attached Exhibit "A".
2. That said Amendment was submitted to the stockholders owning a majority of the outstanding shares of the Corporation for their consideration and approval.

IN WITNESS WHEREOF, said Corporation has caused this Consent to be signed this 14th day of February, 2013.



Bruce R. Knox, President, Chairman
and Director



James M. Knox, III, Vice-President
and Director