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CT CORP

Division of Corporations

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*Attn: Cynthia, pls. see
correction has been
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FOREIGN PROFIT/NONPROFIT CORPORATION

Easy Gardener Products, Inc.

Certificate of Status	0
Certified Copy	0
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Florida Dept of State



June 19, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: EASY GARDENER PRODUCTS, INC.
REF: W06000027747

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 245-6059 for information) or designate another entity that is active according to our records.

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Cynthia Blalock
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Easy Gardener Products, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-5004591

(FBI number, if applicable)

4. 06/05/2006

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3022 Franklin Avenue, Waco, TX 76710

(Principal office address)

3022 Franklin Avenue, Waco, TX 76710

(Current mailing address)

8. Manufacture consumer and gardener products; all lawful activities

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: **CT Corporation System**

Office Address: **1200 S. Pine Island Boulevard**

Plantation

(City)

Florida 33324

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Peter F. Souza
Assistant Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Sami Mnaymneh

Address: 1001 Brickell Bay Drive 27th Floor

Miami, FL 33131

Director: John Bolduc

Address: 1001 Brickell Bay Drive 27th Floor

Miami, FL 33131

B. OFFICERS

President: John Bolduc

Address: 1001 Brickell Bay Drive 27th Floor

Miami, FL 33131

Vice President: Ricky Stokes and Fred Sturgis

Address: 1001 Brickell Bay Drive 27th Floor

Miami, FL 33131

Secretary: Sean Ozbolt

Address: 1001 Brickell Bay Drive 27th Floor, Miami, FL 33131

Treasurer: Sean Ozbolt

Address: 1001 Brickell Bay Drive 27th Floor, Miami, FL 33131

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Sean Ozbolt - Secretary

(Typed or printed name and capacity of person signing application)

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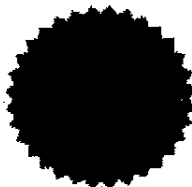
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EASY GARDENER PRODUCTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JUNE, A.D. 2006.



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060570817

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4824129

DATE: 06-13-06