

F 97000006208

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Family Tree Nursery, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

800002348608--9  
-11/17/97--01063--003  
\*\*\*\*\*70.00, \*\*\*\*\*70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",  
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to  
transact business in Florida.

Please return all correspondence concerning this matter to the following:

Robert J. Laible

(Name of Person)

Family Tree Nursery, Inc.

(Firm/Company)

262 Powerline Road

(Address)

New Smyrna, FL 32168

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Robert J. Laible

(Name of Person)

at ( 904 ) 424-7364

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

W97-29977

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 17, 1997

ROBERT J. LAIBLE  
FAMILY TREE NURSERY, INC.  
262 POWERLINE ROAD  
NEW SMYRNA, FL 32168

SUBJECT: FAMILY TREE NURSERY, INC.  
Ref. Number: W97000025977

We have received your document for FAMILY TREE NURSERY, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers  
Document Examiner

Letter Number: 497A00055122

## RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Julie Laible, do hereby certify that this Resolution of the Board of Directors of Family Tree Nursery, Inc. a corporation duly organized and existing under the laws of the State Of Delaware, was duly adopted on November 21, 1997. Be it resolved, that Family Tree Nursery, Inc., organized and existing in the State of Delaware, hereby adopts the name Family Tree Wholesale Nursery, Inc. for use in the State of Florida.

Dated 11-21-97.

Julie Laible, Secretary

Signature of Chairman, Vice Chairman, or Officer

Julie Laible

Type or Print Name

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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. Family Tree Nursery, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 59-3475604  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10-28-97 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 11-01-97  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3990 Bexhill Drive  
New Smyrna Beach, FL 32168  
(Current mailing address)

8. To operate for profit according to the guidelines of the State of Delaware  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

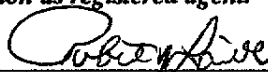
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Robert J. Laible

Office Address: 262 Powerline Road  
New Smyrna Beach, Florida, 32168  
(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.*



(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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Robert J. Laible

Address: 3990 Bexhill Dr.

New Smyrna, FL 32168

Vice President: Susan E. Nickell

Address: 262 Powerline Road

New Smyrna, FL 32168

Secretary: Julie D. Laible

Address: 3990 Bexhill Dr.

New Smyrna, FL 32168

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13.  \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert J. Laible, President

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

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FAMILY TREE NURSERY, 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 THIRTY-FIRST DAY OF OCTOBER, A.D. 1997.

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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8734808

DATE: 10-31-97