

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-222-0171
904-222-0300 FAX



net works

PRESTIGE ALL
LEGAL & FINANCIAL SERVICES

9 DEC 28 11 12 08

DIVISION OF REVENUE

ACCOUNT NO. : 072100000032

REFERENCE : 785542 11590A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 28, 1995

ORDER TIME : 10:10 AM

ORDER NO. : 785542

CUSTOMER NO: 11590A

500001675185
-01/02/96--01042--017
****337.50 ****337.50

CUSTOMER: Terrence F. Pyle, Esq
TERRENCE F. PYLE, P.A.
707 Del Webb Blvd.
Sun City Center, FL 33573

DOMESTIC FILING

NAME: PLANTNET SOFTWARE, L.C.

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney

EXAMINER'S INITIALS:

T. BROWN DEC 28 1995

FILED
95 DEC 28 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Riggs & Pyle

ATTORNEYS AT LAW

FRANK P. RIGGS
TERRENCE F. PYLE

TELEPHONE
(813) 634-3361
(813) 634-8488
(813) 645-7755
FAX
(813) 634-4099

PROFESSIONAL GARDENS
707 W. DEL WEBB BOULEVARD
DRAWER 5869
SUN CITY CENTER, FLORIDA 33571-5869

December 27, 1995

Director
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Incorporation of PLANTNET SOFTWARE, L.C.

Dear Sir/Madam:

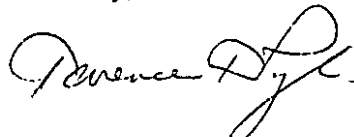
Please find enclosed the following with regard to the above Corporation:

1. The original and one copy of the Articles Of Organization.
2. The original and one copy of an executed Resident Agent Form.
3. My law firm's check payable to the Secretary of State in the amount of \$337.50 to cover the following:

[a]	Filing Fee	\$ 250.00
[b]	Certified copy	\$ 52.50
[c]	Resident Agent Form	\$ 35.00

Thank you for your assistance in this matter. If you have any questions, please call.

Sincerely,



TERRENCE F. PYLE

TFP/cah
Encs.

**ARTICLES OF ORGANIZATION
OF
PLANTNET SOFTWARE, L.C.**

FILED
95 DEC 28 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Limited Liability Company is PLANTNET SOFTWARE, L.C. [the "Company"].

**ARTICLE II
DURATION**

The Company shall have a duration of thirty [30] years from the effective date of the filing of these Articles with the Florida Department of State.

**ARTICLE III
PURPOSE**

The Company is organized for the following purposes: to engage in research and development of computer hardware, operating systems, and software for the management and operation of greenhouse production of plant cuttings, finished plants, vegetable, ornamental and foliage plant plugs [the "Products"]; to market and sell such computer hardware, operating systems, and software to producers of the Products; to develop and operate a network for brokering of the Products; to engage in any activity or business incidental to or related to those activities or businesses set forth herein; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; and to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; and to carry out said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other state or foreign country.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The mailing address and street address of the Company is:

2429 U.S. Alternative Highway 19 North
Palm Harbor, Florida 34698

and the initial REGISTERED OFFICE of the Company and the name and address of the Company's initial REGISTERED AGENT is:

TERRENCE F. PYLE, ESQUIRE
707 Del Webb Boulevard
Sun City Center, Florida 33573

ARTICLE V NEW MEMBERS

New Members may be allowed into the Company upon a majority vote of the Members then allowed to vote, with the initial contribution of such new Member to be determined by majority vote of the Members at that time. Such voting shall be done on a per-Member basis, rather than on an ownership-share basis.

ARTICLE VI CONTINUITY

The remaining Members of the Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or on the occurrence of any other event which terminates the continued Membership of a Member in the Company.

ARTICLE VII MANAGEMENT

The management of the Company is reserved to the Members in proportion to their respective ownership-interest shares, and the names and addresses of the managing Members are:

PLANTS OF RUSKIN, INC.
c/o R. E. Barrett
901 - 4th Street N.W.
Ruskin, Florida 33570

LB3 CORPORATION
c/o Stephen L. Bennett
1440 Indian Trail North
Palm Harbor, Florida 34683

ARTICLE VIII REGULATIONS

The power to adopt, alter, amend or repeal Regulations shall be vested in the Members of the Company, by voting conducted on an ownership-share basis.

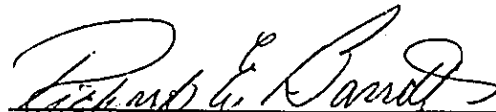
ARTICLE IX INDEMNIFICATION


The Company shall indemnify any Member, or any former Member, to the fullest extent permitted by law.

ARTICLE X AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these ARTICLES OF ORGANIZATION, or any amendment hereto, upon such occurrences or for such reasons as authorized by law, by majority vote of the Members, voting on an ownership-share basis, except that any amendment to ARTICLE V, above, must be determined on a per-Member basis, rather than on an ownership-share basis.

IN WITNESS WHEREOF, the undersigned Members have executed the ARTICLES OF ORGANIZATION of PLANTNET SOFTWARE, L.C. this 27th day of DECEMBER, 1995, pursuant to Section 608.408, Florida Statutes.



R. E. BARRETT, General Manager
PLANTS OF RUSKIN, INC.


STEPHEN L. BENNETT, President
LB3 CORPORATION

STATE OF FLORIDA }
COUNTY OF HILLSBOROUGH } s/s

1. We are the managing Members of PLANTNET SOFTWARE, L.C., hereinafter referred to as the "Company".

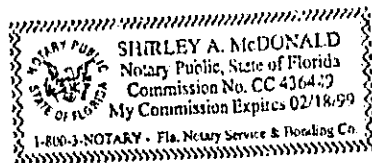
3. The Members have contributed in excess of \$200,000.00 cash into the business of the Company, and it is anticipated that an additional \$100,000.00 in cash shall be contributed, as well as the transfer to the Company of registered trademarks, and copyright/patent rights created and developed in connection with the business and products of the Company, and the authorship rights related thereto, with an agreed value of \$60,000.00.


R. E. BARRETT Affiant


STEPHEN L. BENNETT

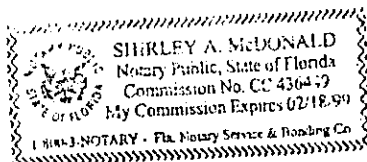

Affiant

SWORN TO and SUBSCRIBED before me this 27th day of December,
19 95, by R. E. BARRETT, who is personally known by me (or, if not personally
known by me, who produced N/A as proof of identification).



Shirley A. McDonald
NOTARY PUBLIC
State of Florida at Large
Print Name: Shirley A. McDonald
Commission Number: CC436449
My Commission Expires: 2/18/99

SWORN TO and SUBSCRIBED before me this 27th day of December,
19 95, by STEPHEN E. BENNETT, who is personally known by me (or, if not
personally known by me, who produced N/A as proof of
identification).



Shirley A. McDonald
NOTARY PUBLIC
State of Florida at Large
Print Name: Shirley A. McDonald
Commission Number: CC436449
My Commission Expires: 2/18/99

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT
OF
PLANTNET SOFTWARE, L.C.**

FILED
DEC 28 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as REGISTERED AGENT for PLANTNET SOFTWARE, L.C., a Limited Liability Company [the "Company"], in the ARTICLES OF ORGANIZATION filed with the Florida Department Of State, and being familiar with the duties of that position, I do, on behalf of the Company, agree to accept said appointment and to accept service of process for the Company, and to comply with any and all Statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT:

BY: 

TERRENCE F. PYLE
707 Del Webb Boulevard
Sun City Center, Florida 33573

DATED: DECEMBER 27 1995

FILE NOW: Fee after May 1, will be \$263.75

4/25

APPROVED
AND
FILED

MAY 21 AM 9:32

STATE OF FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE \$238.75
Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: **FLORIDA DEPARTMENT OF STATE**

1 Name and Mailing Address of Limited Liability Company
DOCUMENT #L95000001004
PLANTNET SOFTWARE, L.C.
2429 U.S. ALTERNATIVE HIGHWAY 19 NORTH
PALM HARBOR FL 34698

1a. Principal Place of Business Address
2429 U.S. ALTERNATIVE HIGHWAY
PALM HARBOR FL 34698

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2 Principal Place of Business
2a. Mailing Address
Suite, Apt. #, etc.
City & State
Zip Country

3. Date Organized or Qualified 12/28/1995
3a. State of Formation FL
4. FEI Number 59-3357186
5. Date of Last Report
6. Certificate of Status Desired
☐ Applied For
☐ Not Applicable

7. Name and Address of Current Registered Agent
PYLE, TERRENCE F ESQ.
707 DEL WEBB BOULEVARD
SUN CITY CENTER FL 33573

8. Name and Address of New Registered Agent
Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc.
City Zip Code
FL

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGRM	PLANTS OF RUSKIN, INC.	% R.E. BARRETT, 901 - 4TH	RUSKIN FL
MGRM	LB3 CORPORATION,	% STEPHEN L. BENNETT, 1440	PALM HARBOR FL
400001839774 05/28/96-01014--002 ***263.75 ***263.75 A.G. 5-21-96			

11 I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: _____
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER
5/17/96 813-781-8006