

P0000000409  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
00 JAN -3 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: Floridian Tropical Hardware Inc.  
(Proposed corporate name - must include suffix)

500003086535--1  
-01/04/00--01003--003  
\*\*\*122.50 \*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM:

Ameen DAVIS

CITICORP

1190 S DIXIE HWY

CORAL GABLES

FL

33146

City, State & Zip

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN JAN - 3 2000

**ARTICLES OF INCORPORATION  
OF  
Floridian Tropical Gardens Inc.,**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.:

**ARTICLE ONE**

The name of the corporation is Floridian Tropical Gardens. The principal address shall be 20 S. Prospect Drive Coral Gables Fla. 33134-5427 and the mailing address shall be the same.

**ARTICLE TWO**

The Corporation shall have perpetual existence commencing on the date of filing of the articles with the State of Florida.

**ARTICLE THREE**

The corporation is organized primarily for the purpose of Consultation, advisory, sales, agricultural analysis, plant brokrage and natural landscape service there of and/any lawful business transaction not limited to the purchase and sell of investment properties and or stock.

**ARTICLE FOUR**

The aggregate number of shares the corporation is authorized to issue is one thousand (1,000) shares. Such shares shall be of single class and have a par value of ten (\$100).

**ARTICLE FIVE**

No shareholder shall have the right to sell, assign, Pledge, encumber, mortgage, transfer, or otherwise dispose of any of the shares without first offering such shares for sale first to the corporation and, if the corporation declines to purchase, then to the remaining shareholders.

1. If either the corporation or remaining shareholders, or both desire to purchase said shares but the parties cannot agree on a price, then the corporation and the transferring shareholder shall select each an appraiser, and the two appraisers shall select a third appraiser who shall be experiences in business, banking and accounting and who shall reside in the county in which the principal place of business of the corporation is located.

2. The three appraisers shall appraise such shares and the majority of the appraisers shall determine the value of such shares. In determining values good will

shall not be considered. The appraisal shall take place at the offices of the corporation and the appraisers shall notify the parties in writing of the time and place of the appraisal. The corporation and the transferring shareholder shall share the appraisal expenses.

#### ARTICLE SIX

The corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE SEVEN

The following actions shall require the affirmative vote or written consent of the holders of 510 percent of the issued and outstanding shares of the corporation: amendment of the articles of incorporation, merger or consolidation, sale, conveyance, exchange, transfer, or any other disposition of substantially all of the property and assets of the corporation; or the voluntary dissolution, liquidation or winding up of the corporation.

#### ARTICLE EIGHT

The registered agent shall be Aurora Blanco 20 South Prospect Drive Coral Gables Fla. 33134-5427

#### ARTICLE NINE

The officers of the corporation shall be:  
Aurora Blanco-President/Sec  
Aurora Gonzalez-Vice President  
20 S. Prospect Drive Coral Gables Fla. 33133-7004

#### ARTICLE TEN

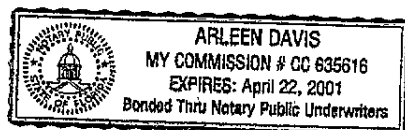
The name and address of the incorporators are:  
Aurora Blanco 20 South Prospect Drive Coral Gables Fla. 33134-5427. I hereby accept the registration as registered agent and all its duties there of.

Aurora Blanco Aurora Blanco.  
Incorporator/Registered Agent

STATE OF FLA.  
COUNTY OF DADE

The foregoing Articles of Incorporation were acknowledged before me this 07th day of December 1999 by Aurora Blanco who is known to me personally as the person executing this document and who did take oath.

Notary Arleen Davis  
My commission expires



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