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

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-01/26/00-01028-002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: COATES FOLIAGE FARM, INC.

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 (additional copy  
required).  
\_\_\_ \$87.50 Filing Fee, Certified Copy & Certificate of  
Status (additional copy required).

FROM: Robert A. Stebbins, Attorney at Law  
Florida Bar No. 077431  
Post Office Box 1220  
Eustis, Florida 32727-1220  
Telephone: (352) 357-3151

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the corporation is:

COATES FOLIAGE FARM, INC.

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the Laws of the United States of America and the State of Florida.

ARTICLE IV

Number. The aggregate number of shares that the corporation shall have the authority to issue is 10,000 shares of Capital Stock with a value of \$1.00 per share.

ARTICLE V

Initial Issue. 1,000 shares of the capital stock of the corporation shall be issued for cash at a value of \$1.00 per share.

Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

Dividends. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

No classes of stocks. The shares of the corporation are not to be divided into classes.

No share in series. The corporation is not authorized to issue shares in series.

#### ARTICLE VI

The initial street address in Florida of the initial registered office of the corporation, which is also the principal office of the corporation, is 40324 Highway 439, Umatilla, Florida 32784, and the name of the initial registered agent at such address is Thomas C. Coates.

#### ARTICLE VII

The initial Board of Directors shall consist of two (2) members, who need not be residents of the State of Florida or shareholders of the corporation.

#### ARTICLE VIII

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

<u>Name</u>	<u>No. and Street</u>	<u>City State Zip Code</u>
Thomas C. Coates,	40324 Highway 439,	Umatilla, FL 32784
Donna M. Coates,	40324 Highway 439,	Umatilla, FL 32784
Moreland L. Coates,	5407 Albert Drive,	Winter Park, FL 32792

Jane C. Sears, 84 Rose Street,

Umatilla, FL 32784

ARTICLE IX

The names and addresses of the initial incorporators are as follows:

<u>Name</u>	<u>No. and Street</u>	<u>City State Zip Code</u>
Thomas C. Coates,	40324 Highway 439,	Umatilla, FL 32784
Donna M. Coates,	40324 Highway 439,	Umatilla, FL 32784
Moreland L. Coates,	5407 Albert Drive,	Winter Park, FL 32792
Jane C. Sears,	84 Rose Street,	Umatilla, FL 32784

ARTICLE X

An affirmative vote of a majority of the shares of the corporation shall be required for any shareholder action.

ARTICLE XI

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

ARTICLE XII

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of the corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder

all shares of common stock currently authorized (authorized and issued).

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Eustis, Florida, on the 19<sup>th</sup> day of January, A.D. 2000.

Incorporators

Thomas C. Coates  
Thomas C. Coates

Donna M. Coates  
Donna M. Coates

Moreland L. Coates  
Moreland L. Coates

Jane C. Sears  
Jane C. Sears

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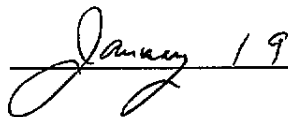
CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: COATES FOLIAGE FARM, INC.


2. The name and address of the registered agent and office is THOMAS C. COATES, 40324 Highway 439, Umatilla, Florida 32784.

  
Thomas C. Coates, President

 January 19, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Thomas C. Coates

 January 19, 2000