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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 592019 6258A

AUTHORIZATION :

Patricia Pajito

COST LIMIT : \$ 70.00

ORDER DATE : February 17, 2000

ORDER TIME : 10:0 AM

ORDER NO. : 592019-005

CUSTOMER NO: 6258A

9000003138459--8

CUSTOMER: William L. Owens, Esq
BOND SCHOENECK & KING, P.A.
BOND SCHOENECK & KING, P.A.
Suite 404
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: GREEN ACRES USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 PM 12:48

RECEIVED
00 FEB 17 AM 10:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GREEN ACRES USA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 PM 12:48

Article 1. Name

The name of the Corporation is:

Green Acres USA, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

(A) To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act; and

(B) To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 9765 Spring Run Boulevard, Bonita Springs, Florida 34135. The mailing address of the Corporation is 9765 Spring Run Boulevard, Bonita Springs, Florida 34135.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is c/o Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, Florida 34103. The name of the initial registered agent at that address is William L. Owens, Esq.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 7. Preemptive Rights

This Corporation elects to have preemptive rights. The Shareholders of this Corporation shall have a preemptive right, granted on uniform terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to exercise the right, to acquire proportional amounts of this Corporation's unissued shares upon the decision of the Board of Directors to issue them. A Shareholder may waive his or her preemptive right.

Article 8. Indemnification

This Corporation shall indemnify its past and present Directors, officers, employees, and agents in accordance with the Bylaws of this Corporation.

Article 9. Incorporator

The name and address of the sole Incorporator is:

William L. Owens, Esq. c/o Bond, Schoeneck & King, P.A.
4001 Tamiami Trail North, Suite 404
Naples, Florida 34103


Article 10. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

Article 11. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

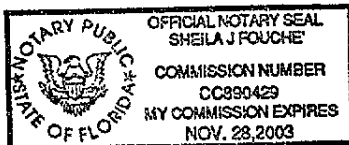
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 16th day of February, 2000.


William L. Owens, Esq.
Sole Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 17 PM 12:48

STATE OF FLORIDA)
)
COUNTY OF COLLIER) ss.:

The foregoing instrument was acknowledged before me this 16th day of February, 2000 by WILLIAM L. OWENS, ESQ., ☒ who is personally known to me (or ☐ who produced _____ as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

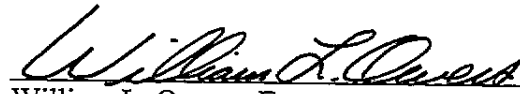



Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Green Acres USA, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

Dated this 16th day of February, 2000.


William L. Owens, Esq.
Registered Agent