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AUTHORIZATION : *Patricia Pigeto*

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP 25 PM 2:04

ORDER DATE : September 25, 2000

ORDER TIME : 11:25 AM

ORDER NO. : 841397-005

CUSTOMER NO: 9585A

CUSTOMER: G. Edward Clement, Esq  
Potter Clement And Lowry

900003402619--6

308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME: STEWART'S GREENHOUSE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RECEIVED  
00 SEP 25 PM 12:13  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304

*g 9/25/00*

**ARTICLES OF INCORPORATION**  
**OF**  
**STEWART'S GREENHOUSE, INC.**

FILED  
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DIVISION OF CORPORATIONS  
00 SEP 25 PM 2: 04

ARTICLE I - NAME

The name of this Corporation is Stewart's Greenhouse, Inc. and the address is 2801 Britt Road, Mount Dora, Florida 32757.

ARTICLE II - TERM OF EXISTENCE

The existence of this Corporation shall exist perpetually.

ARTICLE III - NATURE OF BUSINESS

This Corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 2801 Britt Road, Mount Dora, Florida. The street address of the Registered Agent and Resident Agent of this

Corporation is at 308 East Fifth Avenue, Mount Dora, Florida 32757, and the name of the Registered Agent and Resident Agent at that address is G. Edward Clement.

#### ARTICLE VIII - BOARD OF DIRECTORS

This Corporation shall have between one (1) and five (5) Directors. The initial Board of Directors shall have two (2) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are as follows:

Samuel Kenneth Stewart  
P. O. Box 1848  
Mount Dora, Florida 32756

Jackie Sale Stewart  
P. O. Box 1848  
Mount Dora, Florida 32756

#### ARTICLE IX - INCORPORATOR

The names and addresses of the persons signing these Articles are as follows:

Samuel Kenneth Stewart  
P. O. Box 1848  
Mount Dora, Florida 32756

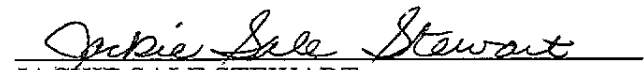
Jackie Sale Stewart  
P. O. Box 1848  
Mount Dora, Florida 32756

#### ARTICLE X - LIMITATIONS ON AMENDMENT

These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned set their hands and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 21<sup>st</sup> day of September, 2000.

  
SAMUEL KENNETH STEWART

  
JACKIE SALE STEWART

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of September, 2000,  
by SAMUEL KENNETH STEWART,

- ( ) who is personally known to me & did not take an oath.  
(✓) who has produced FL driver license as identification and did take an oath  
stating he was indeed the person as set forth herein.



Kathy L. Henderson  
NOTARY PUBLIC:  
STATE OF FLORIDA  
My commission expires:

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of September, 2000,  
by JACKIE SALE STEWART,

- ( ) who is personally known to me & did not take an oath.  
(✓) who has produced FL driver license as identification and did take an oath  
stating she was indeed the person as set forth herein.



Kathy L. Henderson  
NOTARY PUBLIC:  
STATE OF FLORIDA  
My commission expires:

**ACCEPTANCE OF REGISTERED AND RESIDENT AGENT**

I, G. Edward Clement, hereby accept the position of Registered and Resident Agent for  
Stewart's Greenhouse, Inc.

G. Edward Clement  
G. Edward Clement