P00000115879

Mrs. Clarice K. Wynn (dba) Kay Wynn's Nursery & Tree Farm 4124 Emerson Street Jacksonville, Fl 32207

October 24, 2000

City of Jacksonville, FL Division of Occupational Licence 2331 East Forsyth Street Room 130 Jacksonville, FL 32202

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To Whom It May Concern:

This provides permission to transfer my Occupational Licence # 120204-0000-7 to the following individual:

Mr. William D. Schroeder 5436 Riverbreeze Court Jacksonville, FL 32277 Driver Lic # S636-924-56-110-0

If additional information is needed, please contact me at (904) 396-9496 or fax to (904) 396-0680.

Very Truly Yours.

EFFECTIVE DATE

V6/20

ARTICLES OF INCORPORATION

OF

OD DEC 15 AM 10: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. WYNN'S NURSERY & TREE FARM, INC.

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION.:

ARTICLE I - NAME

THE NAME OF THE CORPORATION SHALL BE: B. WYNN'S NURSERY & TREE FARM, INC.

ARTICLE II - NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS AS FOLLOWS:

TO DO ALL THINGS WHICH ARE AUTHORIZED TO BE DONE BY CORPORATIONS ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA.

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ARTICLE III - SHARES

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS TEN THOUSAND SHARES (10,000). SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00) PER SHARE.

ALL OF SAID STOCK SHALL BE PAYABLE IN CASH, PROPERTY, LABOR OR SERVICES AT A JUST VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS.

ARTICLE IV - PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE: 4124 EMERSON STREET, JACKSONVILLE, FL 32207.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

WILLIAM D. SCHROEDER 5436 RIVERBREEZE COURT JACKSONVILLE, FL 32277

ARTICLE VI - INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION ARE:

WILLIAM D. SCHROEDER 5436 RIVERBREEZE COURT JACKSONVILLE, FL 32277

ARTICLE VII - EFFECTIVE DATE

THE EFFECTIVE DATE OF THE CORPORATION SHALL BE JANUARY 2, 2000.

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION this EIGHTH day of DECEMBER 2000

WILLIAM D. SCHROEDER

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF THE SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT. IN THE STATE OF FLORIDA.

1. The name of the corporation is:

B. WYNN'S NURSERY & TREE FARM, INC.

2. The name and address of the registered agent and office is:

WILLIAM D. SCHROEDER 5436 RIVERBREEZE COURT JACKSONVILLE FL 32277

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 the act in this capacity. I further agree to comply with the provisions of all statues 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.

m D Schroeder 12/08/00
WILLIAM D. SCHROEDER Date