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FILED
01 MAR 14 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 13, 2001

Secretary of State
The Capitol Building
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32309

EFFECTIVE DATE
03/13/01

Re: D & H PALMS AND NATIVES NURSERY, INC.

800003852668--9
-03/14/01--01068--008
****122.50 *****78.75

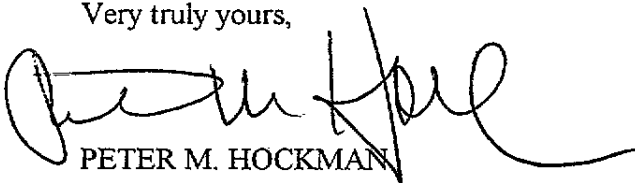
To whom it may concern:

Relative to the above, please find enclosed herewith the original and one (1) copy of the Articles of Incorporation and a check in the amount of \$122.50 made payable to Secretary of State to cover the costs of the Filing Fee of \$35.00, Resident Agent Fee of \$35.00, and certified copy of the Articles of Incorporation, \$52.50.

Please return the certified copy of the Articles of Incorporation directly to our office in the enclosed stamped self-addressed envelope.

Thank you.

Very truly yours,


PETER M. HOCKMAN

PMH/omt
Enclosures

PH 2/14/01

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D & H PALMS AND NATIVES NURSERY, INC.

EFFECTIVE DATE

ARTICLE I - NAME

03/13/01

The name of this corporation is D & H PALMS AND NATIVES NURSERY, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is: 25045 S.W. 177th Avenue,
Homestead, Florida 33031.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing upon the 13th day of March, 2001,
being the same date as the subscription to and acknowledgment of these Articles of Incorporation.

ARTICLE IV - PURPOSE

This corporation is formed for the purpose of transacting any and all lawful business not
specifically prohibited by applicable Florida law.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares at one dollar (\$1.00) par value common
stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL RESIDENT AND REGISTERED AGENT

The street address of the initial resident and registered office of this corporation is: 633 North
Krome Avenue, Homestead, Florida 33030; and the name of the initial resident agent and registered
agent of this corporation at that address is PETER M. HOCKMAN, ESQUIRE.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be either

increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the original director of this corporation is:

HECTOR HERNANDEZ
19235 S.W. 336 Street
Homestead, Florida 33030

DOUGLAS EWING
29150 S.W. 162nd Avenue
Homestead, Florida 33033

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

HECTOR HERNANDEZ
19235 S.W. 336 Street
Homestead, Florida 33030

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the shareholders by them, and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

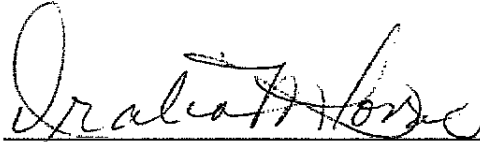

HECTOR HERNANDEZ

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, an officer fully authorized in the State and County aforesaid to take acknowledgment, personally appeared HECTOR HERNANDEZ, to me known to be the person described in and who executed the foregoing instrument, and that he

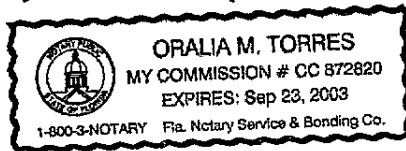
acknowledged before me that he executed same. I relied upon the following form of identification of the above named person: Florida Driver's License, or that said individual is personally known to me.

WITNESSED my hand and seal this 13th day of March, 2001.



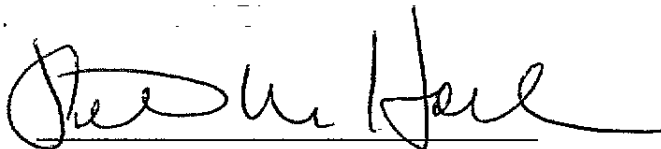
Notary Public, State of Florida at Large

My commission expires:



**ACCEPTANCE OF REGISTERED
AGENT AND RESIDENT AGENT**

I hereby accept and agree to be the Registered Agent and Resident Agent for D & H PALMS
AND NATIVES NURSERY, INC.



PETER M. HOCKMAN, ESQUIRE
633 North Krome Avenue
Homestead, Florida 33030

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