

6301 Biscayne Boulevard

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STEVEN K. BAIRD, P.A.

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PO1000028733

March 14, 2001

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*****78.75 *****78.75

Via FedEx

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

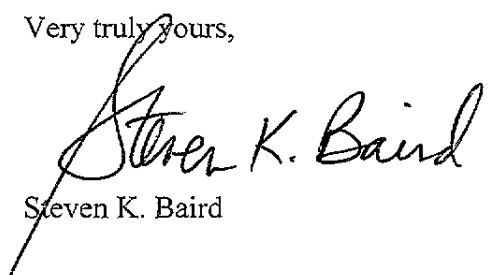
Re: Biscayne Garden Center, Inc.

Ladies and Gentlemen:

Enclosed is an original and one copy of the articles of incorporation for Biscayne Garden Center, Inc. Also enclosed is a check in the amount of \$78.75 for the filing fees for incorporation and for the registered agent designation, as well as for a certified copy of the articles of incorporation.

Please send the certified copy of the articles to the undersigned.

Very truly yours,


Steven K. Baird

cc: Earl Wallace

FILED
01 MAR 16 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-20-01

**ARTICLES OF INCORPORATION
OF
BISCAYNE GARDEN CENTER, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation shall be Biscayne Garden Center, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 11338 Biscayne Boulevard, Miami, Florida 33161.

**ARTICLE III
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock.

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are:

Steven K. Baird, Esq.
Steven K. Baird, P.A.
6301 Biscayne Boulevard, Suite 208
Miami, Florida 33138

ARTICLE V
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Steven K. Baird
Steven K. Baird, P.A.
6301 Biscayne Boulevard, Suite 208
Miami, Florida 33138

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TALLAHASSEE, FLORIDA

ARTICLE VI
INITIAL DIRECTORS

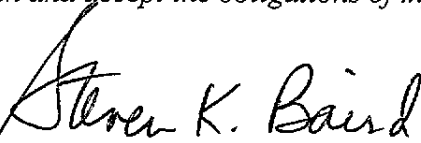
Initially the Corporation shall have one director, who shall be Earl Wallace, who shall serve until his successor(s) have been duly elected pursuant to the bylaws of the Corporation.



Steven K. Baird, Incorporator

ACCEPTANCE OF REGISTERED AGENT

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.



Steven K. Baird, Registered Agent
March 14, 2001