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FILED
01 MAY 30 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 16, 2001

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Specialty Garden Gallery, Inc.

500004334545--8
-05/30/01--01079--002
*****70.00 *****70.00

Gentlemen:

Please find enclosed herewith the following documents in order to facilitate the incorporation of the above referenced corporation:

1. Original Articles of Incorporation and one copy thereof; and
2. A check in the amount of \$70.00 made payable to the Florida Department of State for the filing fees.

Also enclosed is a return self-addressed, stamped envelope in order to return the stamped, filed copies of the Articles of Incorporation to the undersigned. If you require anything further or encounter any difficulties, please do not hesitate to contact the undersigned.

Thank you for your attention to the foregoing.

Sincerely,

RICKY RICE

RR:smr
Enclosures

gxc 6/6

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**ARTICLES OF INCORPORATION
OF
SPECIALTY GARDEN GALLERY, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SPECIALTY GARDEN GALLERY, INC.

The address of the principal office of this corporation shall be 2816 North Dixie Highway, Wilton Manors, Florida 33304, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2816 North Dixie Highway, Wilton Manors, Florida 33304, and the name of the initial registered agent of the corporation at that address is Ricky Rice.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The corporation shall have one officer and director, initially. The names and addresses of the initial officers and directors are:

Ricky Rice	2816 North Dixie Highway
President/Director	Wilton Manors, Florida 33304

Donald Bovaird	2816 North Dixie Highway
Vice President/Director	Wilton Manors, Florida 33304

ARTICLE VII. INCORPORATOR

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

Ricky Rice
2816 North Dixie Highway
Wilton Manors, Florida 33304

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and on
this 18TH day of May, 2001.

By: 

RICKY RICE

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

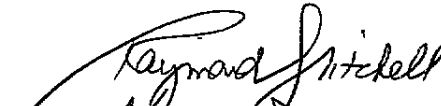
RICKY RICE having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

RICKY RICE

Dated: May 18TH, 2001

THE ABOVE PERSON IS KNOWN PERSONALLY BY ME AND I ATTEST
THAT I HAVE WITNESSED HIS SIGNATURES THIS 18TH DAY OF MAY, 2001.


Notary Public at Large
Broward County, Florida
My Commission Expires 6/20/04

