

CYPRESS PARALEGAL SERVICES, INC.
BOYNTON BEACH MALL
801 No. Congress Avenue, Suite 891
Boynton Beach, Florida 33426
(561) 731-0200
(561) 732-0505 Fax

PO1000084177

August 17, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Terri's Hydro Farm, Inc.
S-Corp filing

700004555427--9
-08/24/01--01064--003
*****87.50 *****87.50

To Whom it May Concern:

Enclosed are the following items for the corporate filing of Terri's Hydro Farm, Inc.:

1. Original Articles of Incorporation;
2. Copy of the Articles of Incorporation;
3. Check payable to the Department of State in the amount of \$87.50; and
4. Self-addressed, stamped envelope for return of a certified copy and certificate of status.

If you have any questions, please call me at (561) 731-0200.

Very truly yours,

Lou Ann LaBohn, CLA

FILED
01 AUG 24 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAL/

Enclosures

gk 8/27

ARTICLES OF INCORPORATION

OF

TERRI'S HYDRO FARM, Inc.

FILED
01 AUG 24 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation shall be **TERRI'S HYDRO FARM, Inc.**

ARTICLE TWO
REGISTERED OFFICE AND AGENT

The location and mailing address of the Corporation's initial registered office in Florida is:

722 LAKE AVENUE, NO. 130
LAKE WORTH, FLORIDA 33460
(561) 601-3434

The initial registered agent at the registered office is:

HARRY BELL

The corporation's principal office and mailing address is:

722 LAKE AVENUE, NO. 130
LAKE WORTH, FLORIDA 33460
(561) 601-3434

ARTICLE THREE
PURPOSE

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporator is:

| | |
|------------|---|
| HARRY BELL | 722 LAKE AVENUE, NO. 130 LAKE WORTH, FLORIDA 33460 (561) 601-3434 |
|------------|---|

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 3 members initially. The number of directors may be increased from time to time by by-laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the Board of Directors are:

| Name | Address |
|-------------------------|---|
| HARRY BELL President | 722 LAKE AVENUE, NO. 130 LAKE WORTH, FLORIDA 33460 (561) 601-3434 |

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 100, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE EIGHT
STATED CAPITAL**

The amount of capital with which the Corporation shall begin business is \$50.00.

ARTICLE NINE
AMENDMENT OF ARTICLES

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 15th day of August, 2001.



HARRY BELL

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 15th
day of August, 2001 by HARRY BELL, who is personally known
to me or who has produced _____ as
identification and who did take an oath.

Print: Lou Ann LaBohn

Signature: [Signature]

Notary Public

State of Florida At Large

Commission Expires: 8-16-02

[Seal]



Lou Ann LaBohn
My Commission CC767657
Expires August 16, 2002


**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That TERRI'S HYDRO FARM, ^{Inc.} desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of LAKE WORTH, County of PALM BEACH and State of Florida has named HARRY BELL as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



HARRY BELL
REGISTERED AGENT

8-15-01

DATE

FILED
01 AUG 24 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA