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KUENZEL & LUTES, P.A.
ATTORNEYS AT LAW

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August 31, 2001

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

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

SUBJECT: Everyday Gardener's Club, Inc.

Dear Sir or Madam:

Enclosed, please find an original and one (1) copy of the Articles of Incorporation and the Original Acceptance of Registered Agent for the above referenced corporation. I also enclose a check in the amount of \$78.75 to cover the cost of incorporation. We do not require certified copies.

Thank you for your cooperation, should you have any questions, please do not hesitate to contact me.

Sincerely,



Susan M. Thomas, Legal Assistant
KUENZEL & LUTES, P.A.

SMT/met

Enclosures

ARTICLES OF INCORPORATION
FOR
EVERYDAY GARDENER'S CLUB, INC.

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

ARTICLE I.

The name of this corporation shall be EVERYDAY GARDENER'S CLUB, INC.

ARTICLE II.

The street address of the principal office of the Corporation is 605 Lightsey Lane, Lutz, Florida 33549.

ARTICLE III.

This corporation shall be authorized to issue 500 shares, all of which shall be common shares.

ARTICLE IV.

The initial street address of the Corporation's registered office is 605 Lightsey Lane, Lutz, Florida 33549. The initial registered agent for the Corporation is MATTHEW ZHEUTLIN.

ARTICLE V.

The names and addresses of the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

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PRESIDENT: MATTHEW ZHEUTLIN
605 Lightsey Lane
Lutz, Florida 33549

VICE PRESIDENT: MATTHEW ZHEUTLIN
605 Lightsey Lane
Lutz, Florida 33549

SECRETARY/
TREASURER: MATTHEW ZHEUTLIN
605 Lightsey Lane
Lutz, Florida 33549

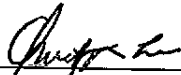
ARTICLE VI. INCORPORATORS

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

MATTHEW ZHEUTLIN
605 Lightsey Lane
Lutz, Florida 33549

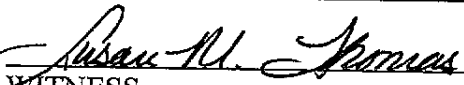
IN WITNESS WHEREOF, I, the undersigned organizer and incorporator, have hereunto set my hand and seal this 22nd day of August, 2001, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of Florida, this Certificate of Incorporation, and certify that the facts therein stated are true.

WITNESSES AS TO INCORPORATOR:


WITNESS

Print: CHRISTOPHER LOE


MATTHEW ZHEUTLIN,
President


WITNESS

Print: Susan M. Thomas

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STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned authority, personally appeared MATTHEW ZHEUTLIN, who is to me personally known or who produced _____, respectively, as identification, and who in my presence, hereunto subscribed her name and signature to the foregoing Articles of Incorporation for EVERYDAY GARDENER'S CLUB, INC.

DATED this 22nd day of August, 2001.


NOTARY PUBLIC
Print: Susan M. Thomas



Susan M Thomas
My Commission CC767114
Expires August 13, 2002

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for EVERYDAY GARDENER'S CLUB, INC., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

8/25/01
Date


MATTHEW ZHEUTLIN

Prepared by:

Diane V. Kuenzel, Esquire
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