



Pod 000034191

ACCOUNT NO. : 072100000032

REFERENCE : 496285 7145323

AUTHORIZATION *Patricia Poyt*

COST LIMIT : \$ 70.00

FILED  
02 MAR 26 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : March 26, 2002

ORDER TIME : 1:25 PM

ORDER NO. : 496285-015

CUSTOMER NO: 7145323

700005170367--9

CUSTOMER: Ms. Joann Gerkey  
Gray, Harris, Robinson,  
Hovis, Boyette & Crawford  
Bankfirst Building, 2nd Floor  
1380 Grand Highway  
Clermont, FL 34711

DOMESTIC FILING

NAME: KENNE'S CLERMONT NURSERY, INC.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

RECEIVED  
02 MAR 26 PM 3:07  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CONTACT PERSON: Jamela Abaied - EXT. 1136

EXAMINER'S INITIALS:

*2555*  
*1002-8632*

*gk 3/28*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 27, 2002

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: KENNE'S CLERMONT NURSERY, INC.  
Ref. Number: W02000008632

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for KENNE'S CLERMONT NURSERY, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 302A00018377

RECEIVED  
02 MAR 28 PM 12:17

ARTICLES OF INCORPORATION  
OF  
KENNE'S CLERMONT NURSERY, INC.

FILED  
02 MAR 26 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural person of legal age, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopts the following Articles of Incorporation:

**ARTICLE I**

Name

The name and street address of this corporation shall be: KENNE'S CLERMONT NURSERY, INC., 1633 Drew Avenue, Clermont, FL 34711. The mailing address of this corporation shall be 1633 Drew Avenue, Clermont, FL 34711.

**ARTICLE II**

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE III**

Stock

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock each with a par value of \$1.00.

**ARTICLE IV**

Subscribers, Incorporators & Directors

The name and address of the Subscriber and Incorporator is:

NAME

ADDRESS

Wade Boyette

1380 Grand Highway, Suite 200  
Clermont, FL 34711

The name and address of the Directors are:

NAME

ADDRESS

Kenne Wooley

1633 Drew Avenue  
Clermont, FL 34711

**ARTICLE V**  
**Informal Shareholder Action**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

**ARTICLE VI**  
**Fundamental Changes**

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation; or
- (d) Dissolution of the corporation.

**ARTICLE VII**  
**Term of Existence**

This corporation shall exist perpetually.

**ARTICLE VIII**  
**Directors**

A. The business of the corporation shall be managed initially by one (1) director. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote exclusive of his own shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval

secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

D. Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

#### ARTICLE IX

##### Effective Date

The date that corporate existence shall begin shall be the date of filing of the Articles of Incorporation with the state of Florida.

#### ARTICLE X

##### Registered Agent

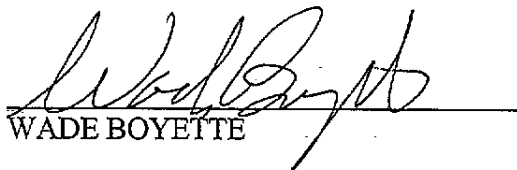
The name and address of the Registered Agent of this corporation is Wade Boyette, 1380 Grand Highway, Suite 200, Clermont, FL 34711.

#### ARTICLE XI

##### Bylaws

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 25 day of March, 2002.

  
WADE BOYETTE

##### ACCEPTANCE

I hereby accept appointment as Registered Agent of KENNE'S CLERMONT NURSERY, INC.

Dated: March 25, 2002.



FILED  
02 MAR 26 PM 3:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA