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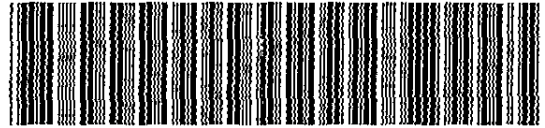
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TALLAHASSEE, FLORIDA

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NORRIS & JOHNSON, P.A.  
ATTORNEYS AT LAW  
253 N.W. MAIN BOULEVARD  
P.O. DRAWER 2349  
LAKE CITY, FL 32056-2349

John E. Norris  
Guy W. Norris  
Leandra G. Johnson

Tel: (386) 752-7240  
Fax: (386) 752-1577

August 13, 2003

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Backyard Basics, Inc.

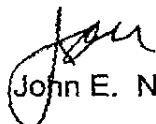
Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation of Backyard Basics, Inc., along with a check in the amount of \$78.75 which represents \$35.00 for the filing fee, \$8.75 for the certified copy, and \$35.00 for the Registered Agent Designation.

Please file the Articles of Incorporation and return the certified copy of same to this office.

Thank you for your courtesies.

Sincerely yours,

  
John E. Norris

JEN:als  
Enclosure  
cc: clients

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03 AUG 13 PM 3:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF  
BACKYARD BASICS, INC.**

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit under the Florida General Corporation Act.

**ARTICLE I. NAME**

The name of the corporation is BACKYARD BASICS, INC.

**ARTICLE II. DURATION**

The duration of this corporation is perpetual.

**ARTICLE III. PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1000 shares of common stock with a par value of \$1.00 per share.

**ARTICLE V. PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock or treasury stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI. INITIAL REGISTERED OFFICE  
AND INITIAL REGISTERED AGENT**

The street address of the initial registered office of this corporation is 253 Northwest Main Boulevard, Lake City, Florida 32055, and the name of its initial registered agent at

such address is John E. Norris. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### ARTICLE VII. PRINCIPAL OFFICE

The street address of the principal office of the corporation is 472 S.E. Tiger Road, Mayo, Florida 32066 and the mailing address of the principal office of the corporation is 472 S.E. Tiger Road, Mayo, Florida 32066.

#### ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members, such members to hold office until their successors have been duly elected and qualified. The names and street addresses of the initial directors are:

<u>NAME</u>	<u>STREET ADDRESS</u>
James H. Luellen	472 S.E. Tiger Road Mayo, Florida 32066
Regina Luellen	472 S.E. Tiger Road Mayo, Florida 32066
Mitchell Morgan	1400 Maryland Avenue St. Cloud, Florida 32769

#### ARTICLE IX. INCORPORATOR

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

<u>NAME</u>	<u>STREET ADDRESS</u>
John E. Norris	253 Northwest Main Boulevard Lake City, Florida 32055

#### ARTICLE X. TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on transfer or alienation of the shares of stock of this corporation.


#### ARTICLE XI. BY-LAWS

The power to adopt, alter, amend, or repeal the By-Laws of this corporation shall be vested in the Board of Directors; provided, however, that By-Laws adopted by the Board of Directors may be altered, amended or repealed by the shareholders entitled to vote thereon. New By-Laws may be adopted, altered, amended, or repealed by a vote of the shareholders, and the shareholders may prescribe in any By-Law made by them that such By-Law shall not be altered, amended, or repealed by the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of this corporation not inconsistent with law or these Articles of Incorporation.

#### ARTICLE XII. AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

  
JOHN E. NORRIS  
Incorporator

STATE OF FLORIDA  
COUNTY OF COLUMBIA

The foregoing instrument was acknowledged before me this 12th day of August  
2003, by JOHN E. NORRIS, who is personally known to me.

NOTARY PUBLIC:



Sign: Ashlea Stuart  
Print: Ashlea Stuart  
State of Florida at Large (Seal)  
My Commission Expires: 6/14/04

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that BACKYARD BASICS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at the City of Lake City, County of Columbia, State of Florida, has named JOHN E. NORRIS, who has been a resident of the State of Florida for more than three years and whose address is 253 Northwest Main Boulevard, Lake City, Florida 32055, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act, relative to keeping open said office.

  
\_\_\_\_\_  
JOHN E. NORRIS

**FILED**  
03 AUG 13 PM 3:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA