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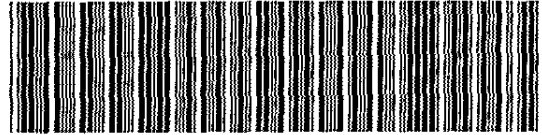
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/04/04--01063--001 **78.75

EFFECTIVE DATE
04/28/2004

FILED
TALLAHASSEE, FLORIDA

04 MAY -4 PM 12:27

FILED

7/5/04

6518 Ray Phillips Road
Macclenny, FL 32063
May 3, 2004

Secretary of State
Division of Corporations
The Capitol Building
Tallahassee, FL 32399

Gentlemen:

Re: Mulch & More Landscape Supplies, Inc.

Please find enclosed the original and two copies of the Articles of Incorporation on the above referenced corporation. I am enclosing a check in the amount of \$78.75 to cover the filing fee, resident agent fee and a certified copy of the Articles.

If you have any questions, you can contact me at 904-259-7657.

Very truly yours,

A handwritten signature in black ink, appearing to read "Clyde E. Andrews".

CLYDE E. ANDREWS

CEA/pg
Encls.

EFFECTIVE DATE

04/28/2004

FILED
04 MAY -4 PM 12:27
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MULCH & MORE LANDSCAPE SUPPLIES, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

NAME

The name of the corporation is **MULCH & MORE LANDSCAPE SUPPLIES, INC.**

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

ARTICLE THREE

PURPOSE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To engage in the sale of landscape supplies in the State of Florida and to transact any other lawful business for which the corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business; and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a common class, and shall have a par value of ONE DOLLAR (\$1.00) per share or be without par value.

ARTICLE FIVE

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 9655 S. Highway 121, Macclenny, Florida; mailing address is 6518 Ray Phillips Road, Macclenny, FL 32063; and the name of its registered agent at such address is Clyde E. Andrews, Jr., who has signed the appropriate Acceptance which is attached hereof.

ARTICLE SIX

DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is two. The name and address of each person who is to serve as a member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
CLYDE E. ANDREWS, JR.	6518 Ray Phillips Road, Macclenny, FL 32063
DEITRA C. ANDREWS	6518 Ray Phillips Road, Macclenny, FL 32063

ARTICLE SEVEN
INCORPORATORS

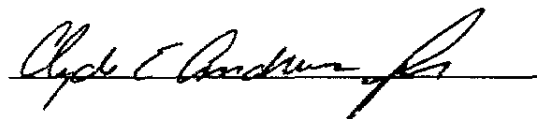
The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
CLYDE E. ANDREWS, JR.	6518 Ray Phillips Road, Macclenny, FL 32063
DEITRA C. ANDREWS	6518 Ray Phillips Road, Macclenny, FL 32063

ARTICLE EIGHT
AMENDMENT

These Article of Incorporation may be amended by the Board of Directors of said corporation at any regular meeting of said corporation or at any called meeting held for that purpose, providing the proposed amendment or amendments have been first pre-submitted to the Board beforehand.

IN WITNESS WHEREOF, the undersigned, being the incorporators of this Corporation, have executed these Articles of Incorporation this 28th day of April, A.D. 2004.

 (SEAL)

 (SEAL)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation at a place designed in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.


REGISTERED AGENT

STATE OF FLORIDA)
 : S.S.
COUNTY OF BAKER)

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of April, A.D. 2004, by CLYDE E. ANDREWS, JR., who is personally known to me and who did not take an oath.



Bonnie M. Palleschi
MY COMMISSION # CC985778 EXPIRES
January 12, 2005
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public