

**Electronic Articles of Incorporation
For**

P04000106091
FILED
July 19, 2004
Sec. Of State
jshivers

M & D GARDEN CENTER, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

M & D GARDEN CENTER, INC.

Article II

The principal place of business address:

12175 SW 45TH STREET
MIAMI, FL. 33175

The mailing address of the corporation is:

12175 SW 45TH STREET
MIAMI, FL. 33175

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

DUVAL RODRIGUEZ
12200 SW 47TH STREET
MIAMI, FL. 33175

I certify that I am familiar with and accept the responsibilities of registered agent.

P04000106091
FILED
July 19, 2004
Sec. Of State
jshivers

Registered Agent Signature: DUVAL RODRIGUEZ

Article VI

The name and address of the incorporator is:

CAPITAL ACCOUNTS, INC.
PO BOX 527803
MIAMI, FL 33152-7803

Incorporator Signature: ADELFO ROQUE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DUVAL RODRIGUEZ
12200 SW 47TH STREET
MIAMI, FL. 33175

Title: VP
MANOLO RAMOS
11932 SW 49TH STREET
MIAMI, FL. 33175